

**WILLIAMSON COUNTY INVESTMENT COMMITTEE
MEETING AGENDA
October 29, 2012
2:30 P.M.**

1. Accept/Approve agenda
2. Approve minutes of May 10, 2012
3. Review/Approve Investment Reports for April through September ²⁰¹²~~2010~~
and the Quarters ending June 30, 2012 and September 30, 2012
4. Economic Review
5. Education Requirements Report
6. Education Opportunities
7. Misc.
8. Adjourn

WILLIAMSON COUNTY INVESTMENT COMMITTEE

MINUTES

May 10, 2012

The Williamson County Investment Committee met Thursday, May 10, 2012 at 10:00 a.m. in the County Judge's Conference Room. Committee members present were; Dan A. Gattis., County Judge, Deborah M. Hunt, County Tax Assessor/Collector, David U. Flores County Auditor, Vivian L. Wood, County Treasurer, and Kathy S. Kohutek, Deputy County Treasurer. Greg Warner, representing First Southwest Asset Management (FSAM) was also in attendance.

Judge Gattis called the meeting to order at 10:23 a.m. A motion was made by Ms. Hunt to accept and approve the agenda as presented, second by Mr. Flores. Motion carried.

Minutes of January 26, 2012, were reviewed. A motion was made by Mr. Flores to accept the minutes as amended, second by Ms. Hunt. Motion carried.

Investment Reports for January, February, and March 2012 and the Quarter Ending March 31, 2012 were reviewed with a motion to approve by Ms. Hunt, second by Mr. Flores to approve the reports as presented. Motion carried. A discussion led by Mr. Warner suggested the investment of \$25 Million of available Road Bond Funds in commercial paper (\$10 million in Toyota and \$15 Million in GE).

Documentation for Comerica has been reviewed by legal counsel. There was a motion by Judge Gattis and was second by Ms. Hunt that we to go forward with the Comerica agreement that it be submitted to the Commissioners' Court for approval before we invest funds in that facility.

A suggestion was made to include "Credit Watch" which First Southwest can provide, in the Williamson County Investment Policy.

It was acknowledged that Commissioner Covey is in breach of her required investment training per the Williamson County Investment Policy. All members are given a copy of available training opportunities. It was suggested by Judge Gattis that this item be tabled at this time.

A motion was made by Mr. Flores, second by Ms. Hunt, to accept the First Southwest Asset Management Securities Exchange Commission Form ADV Part II dated March 30, 2012. Motion carried.

Each packet included information about upcoming training opportunities and a worksheet of committee members recorded training hours with expiration dates noted.

There being no further business, a motion to adjourn was made by Ms. Hunt, second by Mr. Flores. Motion carried.

**APRIL 2012 COUNTY INVESTMENT
FY 2012
INTEREST RATE: TEXPOOL PRIME 0.139% -- TEXPOOL 0.111% -- TEXSTAR 0.110%**

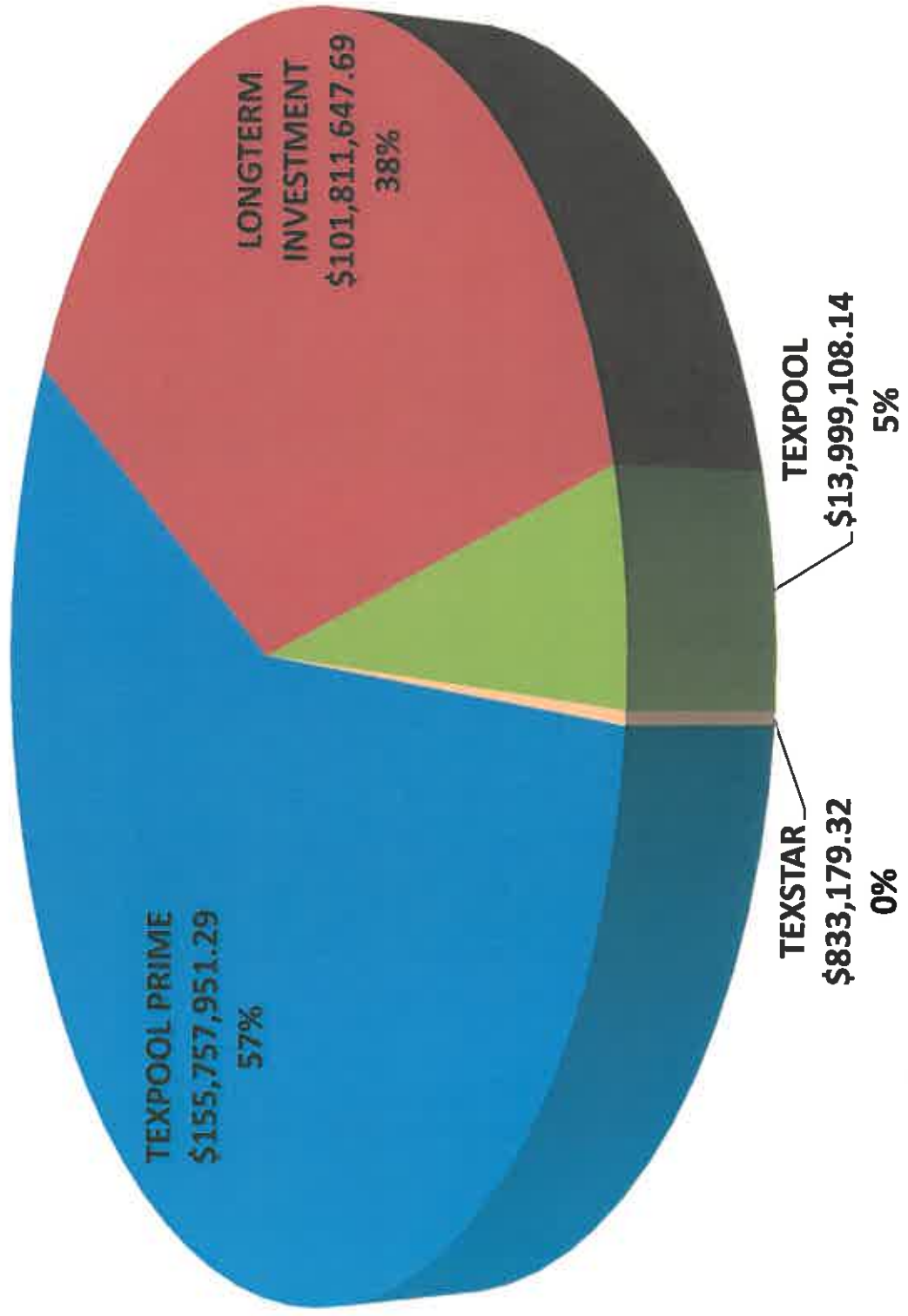
ACCOUNT NAME	TEXPOOL			TEXPOOL PRIME			TEXSTAR			LONGTERM INVESTMENT			TOTAL INTEREST ONLY	GRAND TOTAL
	BALANCE 3/31/12	TOTAL INTEREST	BALANCE 4/30/12	BALANCE 3/31/12	TOTAL INTEREST	BALANCE 4/30/12	BALANCE 3/31/12	TOTAL INTEREST	BALANCE 4/30/12	TOTAL BALANCE IN ACCOUNT 4/30/12	INTEREST EARNED AT MATURITY	EARLIEST MATURITY DATE		
GENERAL FUND														
ADP FUND	179,757.18	16.42	179,773.60										16.42	179,773.60
CHILD SAFETY	65,587.15	5.92	65,586.67										5.92	65,586.67
CRITSE SEC	77,678.64	7.08	77,685.72										7.08	77,685.72
CO RECORD ARC	707,124.56	64.53	707,189.09							1,000,000.00		8/12/12	64.53	1,707,189.09
COUNTY RMP	847,940.74	77.36	848,018.10										77.36	848,018.10
CT RPTR SVC	686,235.08	62.60	686,297.68										62.60	686,297.68
GENERAL FUND	38,155.60	3.46	38,165.46	58,057,773.98	5,488.89	42,863,262.87				25,458,251.90		5/7/12	5,482.35	68,359,680.23
JUSTICE CRT TECH	526,139.24	48.03	526,187.27										48.03	526,187.27
LIBRARY FUND	575,072.24	52.50	575,124.74										52.50	575,124.74
KARST	1,253,690.58	110.88	1,183,801.46										110.88	1,183,801.46
RMP	777,526.75	70.96	777,597.71										70.96	777,597.71
TCEQ AIR CHECK GRANT	985,968.43	86.36	972,210.06										86.36	972,210.06
TOBACCO FUNDS	8,408.91	0.78	8,410.69	1,320,388.07	150.52	1,320,539.59				2,463,102.50		11/8/12	151.30	3,822,052.78
GEN FUND TOTAL	6,729,276.10	609.88	6,646,048.25	59,378,163.05	5,538.41	44,183,802.46	0.00	0.00	0.00	28,951,354.40			6,249.29	79,781,205.11
CO'S & BOND														
2007 PARK BONDS				2,787,198.84	316.37	2,759,446.30							316.37	2,759,446.30
2007 ROAD BONDS	5,382,378.31	491.18	5,382,869.49	58,576,163.68	6,587.76	58,475,665.67				56,600,762.46	31,250.00	7/3/12	38,308.94	120,459,297.52
C O SERIES 2006				17,714,057.86	1,988.48	16,666,073.78							1,988.48	16,666,073.78
GF BOND 01	2,048.40	0.24	2,048.64	2,176,991.85	248.17	2,177,240.02	155,785.33	14.06	155,796.39				262.47	2,335,088.05
PASS THROUGH				8,767.74	0.08	0.00							0.08	
TOLLIT RD 2009														
PASSTHROUGH														
TOLL REIMB														
CO'S & BONDS TOTAL	5,384,426.71	491.42	5,384,918.13	81,283,178.97	9,120.86	80,078,425.77	677,318.81	61.12	677,379.93	56,600,762.46	31,250.00		40,937.46	677,379.93
2008 TAN	97,362.84	8.86	97,371.70	4,549,835.85	518.47	4,544,597.27							527.33	4,641,968.97
COUNTY BENEFITS														
DEBT SERVICE	485,024.29	44.27	485,068.56	935,652.71	181.32	1,212,036.90							181.32	1,212,036.90
ROAD AND BRIDGE	24,464.08	2.20	24,466.28	10,816,919.16	1,725.33	18,818,644.49				7,500,000.00		7/29/12	1,769.60	26,803,713.05
SE ROAD DIST	17,843.81	1.67	17,845.48	7,389,581.61	808.26	6,870,390.87				8,459,530.83	5,700.00	10/23/12	6,511.46	15,354,387.98
SW ROAD DIST	879,701.08	80.30	879,781.38										1.67	17,845.48
NE RR ROAD DIST	463,566.07	42.29	463,608.36										80.30	879,781.38
FUTURE ENHNC LIAB													42.29	463,608.36
TOTALS	14,081,664.98	1,280.89	13,999,108.14	164,613,363.06	18,017.47	155,757,951.29	833,104.14	75.18	833,179.32	101,811,647.69	36,950.00	4/17/15	56,281.25	272,401,886.44

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; APRIL 2012 INTEREST RATE 0.43%

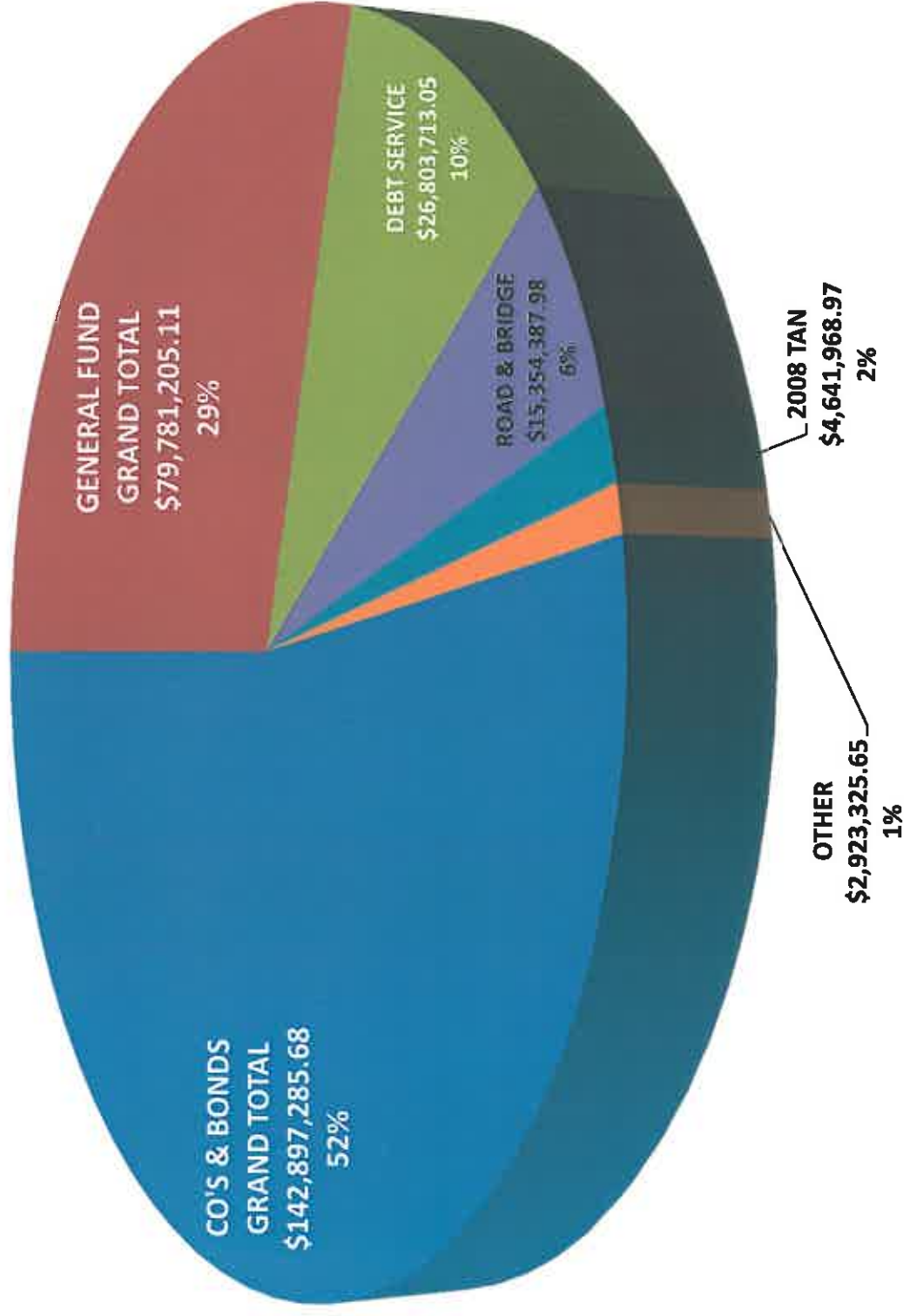
Vivian L. Wood 5-7-2012 DATE

Vivian L. Wood
Williamson County Treasurer

**FY 2012 COUNTY INVESTMENTS BY INVESTMENT TYPE
AS OF APRIL 30, 2012**



**FY 2012 COUNTY INVESTMENTS BY MAJOR FUND TOTAL
AS OF APRIL 30, 2012**



*The "OTHER" category is made of the County Benefits, SE Road District, SW Road District, NE RR Road District and Future Environmental Liab.

APRIL 2012 NON-COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.139% -- TEXPOOL 0.111% -- TEXSTAR 0.110%

ACCOUNT NAME	TEXPOOL		TEXPOOL PRIME		TOTAL INTEREST ONLY	GRAND TOTAL (including Interest)
	BALANCE 3/31/2012	TOTAL INTEREST	BALANCE 3/31/2012	TOTAL INTEREST		
ARR DIST 1 CONST	3,031.08	0.02			0.02	455.85
CITIES HEALTH DIST	76,453.09	6.96	1,521,929.38	173.51	180.47	1,598,769.31
CO DISTRICT CLERK	858,177.60	77.95			77.95	858,461.85
COUNTY CLERK	484,248.47	54.64			54.64	667,068.34
CSCD	805,810.67	73.54			73.54	805,884.21
DA DRUG FUND	122,687.55	11.20			11.20	122,698.75
DISTRICT ATTORNEY	262,322.84	26.15			26.15	326,462.99
MEDICAID	450,162.31	78.46			78.46	900,240.77
SHERIFF'S DRUG FUND	354,003.85	32.30			32.30	354,036.15
SHERIFF COMMISSARY	504,667.73	48.08			48.08	504,713.81
WC SCHOOL FUND			9.70	0.00	-	9.70
TOTALS	3,921,565.19	407.30	1,521,939.08	173.51	580.81	6,136,801.73

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; APRIL 2012 INTEREST RATE 0.43%

Vivian L. Wood 5-7-2012
Vivian L. Wood DATE
Williamson County Treasurer

MAY 2012 COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.146% -- TEXPOOL 0.125% -- TEXSTAR 0.127%

ACCOUNT NAME	TEXPOOL			TEXPOOL PRIME			TEXSTAR		LONGTERM INVESTMENT		TOTAL INTEREST ONLY	GRAND TOTAL
	BALANCE 4/30/12	TOTAL INTEREST	BALANCE 5/31/12	BALANCE 4/30/12	TOTAL INTEREST	BALANCE 5/31/12	BALANCE 4/30/12	TOTAL INTEREST	TOTAL BALANCE IN ACCOUNT 5/31/12	INTEREST EARNED AT MATURITY		
GENERAL FUND												
ADR FUND	179,773.60	19.03	179,792.63								19.03	179,792.63
CHILD SAFETY	65,586.67	6.97	65,587.72								6.97	65,587.72
CRTHSE SEC	77,686.72	8.21	77,693.93								8.21	77,693.93
CO RECORD ARC	707,189.09	74.82	707,263.91						1,000,000.00		74.82	1,707,263.91
COUNTY RMP	848,018.10	89.75	848,107.85								89.75	848,107.85
CT RPR SVG	686,297.68	72.66	686,370.34								72.66	686,370.34
GENERAL FUND	38,165.46	4.03	38,175.41	42,863,262.87	4,812.60	37,868,075.47			25,422,977.39	20,548.61	25,365.24	63,329,228.27
JUSTICE CRT TECH	526,187.27	55.63	526,242.90								55.63	526,242.90
LIBRARY FUND	575,124.74	60.87	575,185.61								60.87	575,185.61
KARST	1,183,801.46	125.24	1,183,926.70								125.24	1,183,926.70
RMP	777,597.71	82.32	777,680.03								82.32	777,680.03
TOCO AIR CHECK GRANT	972,210.06	101.20	939,628.43								101.20	939,628.43
TOBACCO FUNDS	8,410.99	0.91	8,411.60	1,320,539.59	163.21	1,320,702.80			2,493,102.50		164.12	3,822,216.90
GEN FUND TOTAL	6,646,048.25	701.64	6,614,067.06	44,183,802.46	4,975.81	39,188,778.27	0.00	0.00	28,916,079.89	20,548.61	26,226.06	74,718,925.22
CO'S & BOND												
2007 PARK BONDS				2,759,446.30	337.84	2,695,915.22					337.84	2,695,915.22
2007 ROAD BONDS	5,382,669.49	485.60	3,988,348.69	58,475,665.67	6,012.19	38,279,635.79			73,553,094.68		6,497.79	115,721,069.16
C O SERIES 2006				16,666,073.78	2,049.54	16,518,565.51					2,049.54	16,518,565.51
GF BOND 01	2,048.64	0.31	2,048.95	2,177,240.02	284.59	1,754,629.12	155,798.39	16.84			281.74	1,912,494.30
PASSTHROUGH							677,379.93	73.21				677,453.14
TOLL REIMB							833,179.32	90.05		0.00		137,525,497.33
CO'S & BONDS TOTAL	5,384,918.13	485.91	3,990,397.64	80,078,425.77	8,664.16	59,248,745.64			73,553,094.68		9,240.12	137,525,497.33
2008 TAN	97,371.70	10.31	97,382.01	4,544,597.27	561.67	4,546,158.94					571.98	4,642,540.95
COUNTY BENEFITS				1,212,036.90	227.51	1,146,753.37					227.51	1,146,753.37
DEBT SERVICE	485,068.56	51.32	485,119.88	18,818,644.49	2,103.44	15,834,247.93			10,486,500.00		2,154.76	26,805,867.81
ROAD AND BRIDGE	24,466.28	2.60	24,468.88	6,870,390.87	849.13	6,871,240.00			8,459,530.83		851.73	15,355,239.71
SE ROAD DIST	17,845.48	1.89	17,847.37								1.89	17,847.37
SW ROAD DIST	879,781.38	93.10	879,874.48								93.10	879,874.48
NE RR ROAD DIST	463,608.36	49.09	463,657.45								49.09	463,657.45
FUTURE EMVIRN LIAB				50,053.53	6.19	50,059.72			300,000.00		6.19	350,059.72
TOTALS	13,999,108.14	1,395.86	12,472,814.77	155,757,951.29	17,387.91	126,884,983.87	833,179.32	90.05	121,715,195.40	20,548.61	39,373.34	281,906,263.41

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; MAY 2012 INTEREST RATE 0.44%

6-14-12

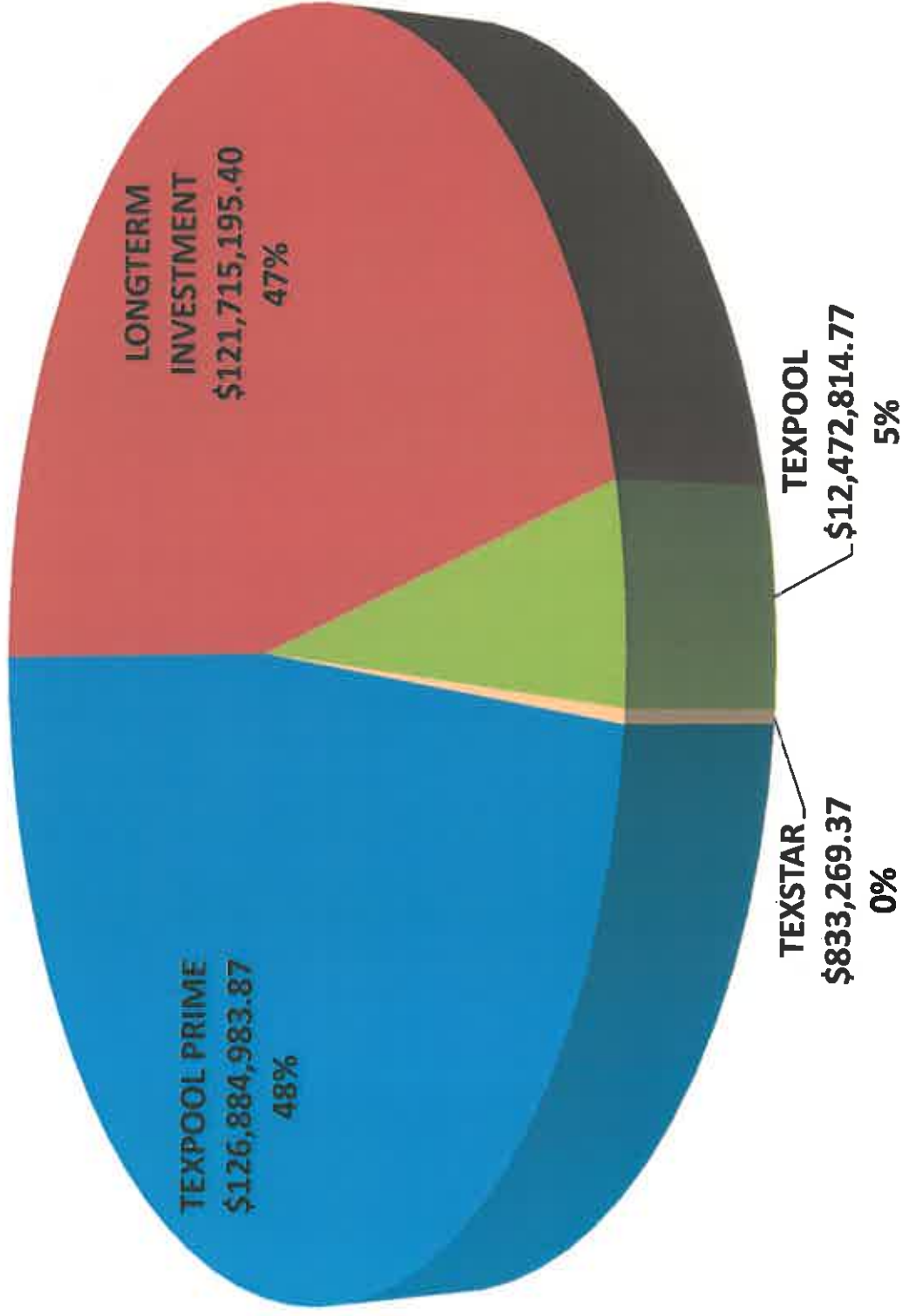
DATE

Vivian L. Wood

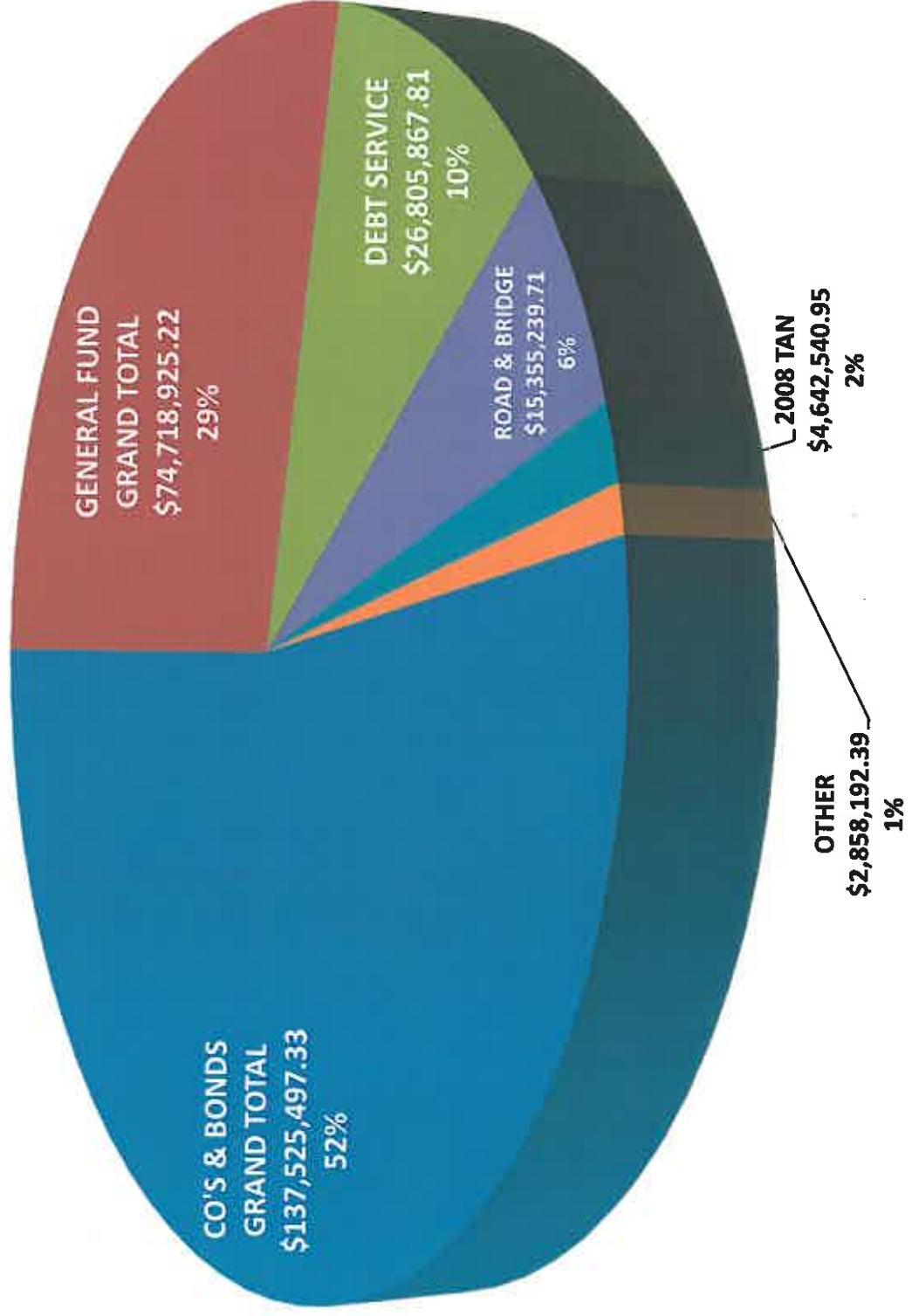
Vivian L. Wood

Williamson County Treasurer

**FY 2012 COUNTY INVESTMENTS BY INVESTMENT TYPE
AS OF MAY 31, 2012**



FY 2012 COUNTY INVESTMENTS BY MAJOR FUND TOTAL **AS OF MAY 31, 2012**



*The "OTHER" category is made of the County Benefits, SE Road District, SW Road District, NE RR Road District and Future Environmental Liab.

MAY 2012 NON-COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.146% - TEXPOOL 0.125% - TEXSTAR 0.127%

ACCOUNT NAME	TEXPOOL		TEXPOOL PRIME		TOTAL INTEREST ONLY	GRAND TOTAL (including interest)
	BALANCE 4/30/2012	TOTAL INTEREST	BALANCE 4/30/2012	TOTAL INTEREST		
AVERY RANCH ROADS	455.85	186.47			186.47	1,819,582.56
CITIES HEALTH DIST	76,460.05	8.09	1,522,309.26	188.14	196.23	1,598,965.54
CO DISTRICT CLERK	856,461.85	90.65			90.65	853,378.94
COUNTY CLERK	667,068.34	70.65			70.65	685,943.77
CSCD	805,884.21	85.27			85.27	805,969.48
DA DRUG FUND	122,698.75	12.98			12.98	122,711.73
DISTRICT ATTORNEY	326,462.99	34.64			34.64	324,496.59
MEDICAID	900,240.77	109.31			109.31	253,732.59
SHERIFF'S DRUG FUND	354,036.15	37.46			37.46	354,073.61
SHERIFF COMMISSARY	504,713.81	53.36	9.70	0.00	53.36	504,767.17
WC SCHOOL FUND						9.70
TOTALS	4,614,482.77	688.88	1,522,318.96	188.14	877.02	7,323,631.68

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; MAY 2012 INTEREST RATE 0.44%

Vivian L. Wood 6-14-12 DATE

Vivian L. Wood

Williamson County Treasurer

JUNE 2012 COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.166% -- TEXPOOL 0.140% -- TEXSTAR 0.138%

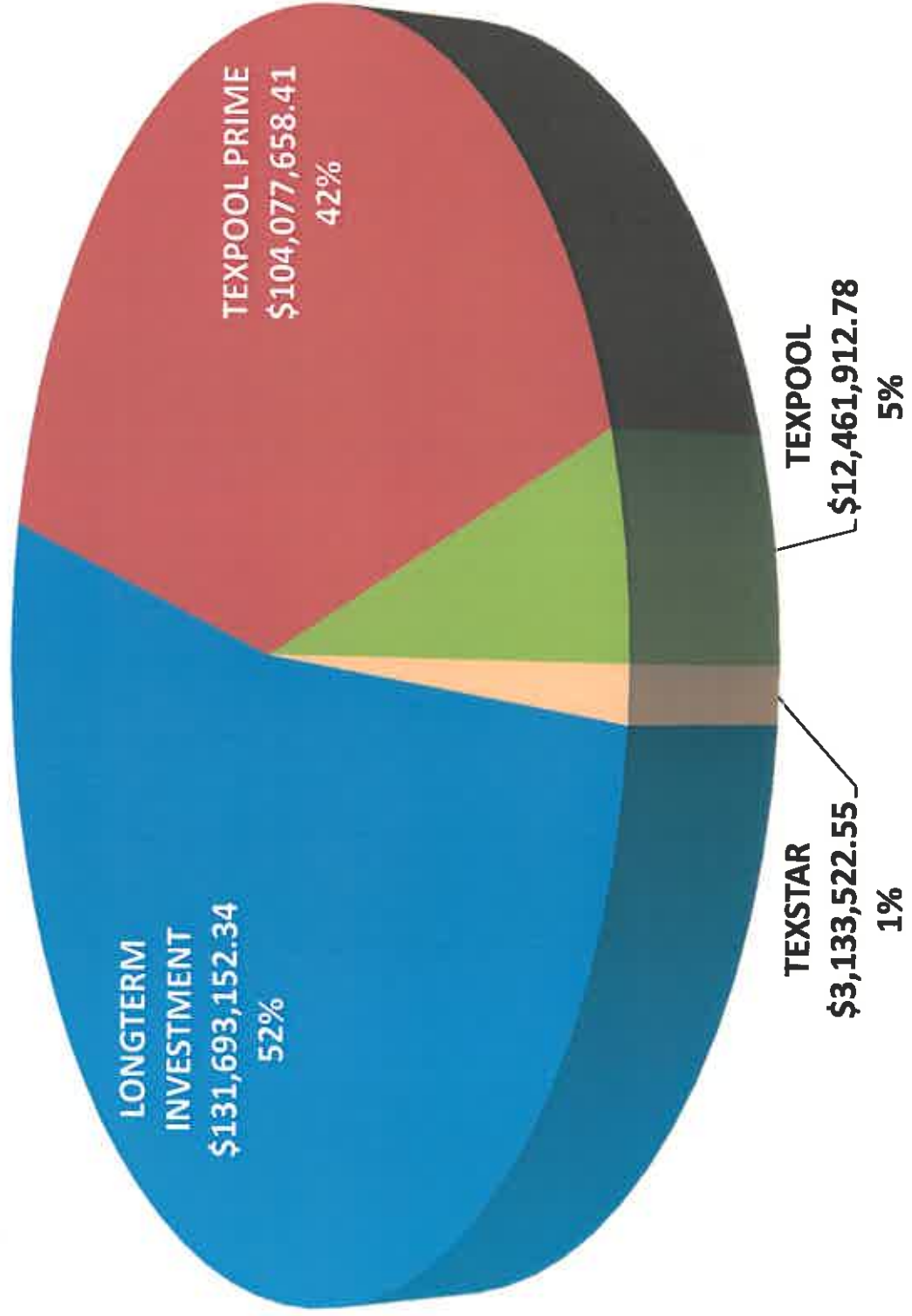
ACCOUNT NAME	TEXPOOL			TEXPOOL PRIME			TEXSTAR			LONGTERM INVESTMENT			TOTAL INTEREST ONLY	GRAND TOTAL
	BALANCE 5/31/12	TOTAL INTEREST	BALANCE 6/30/12	BALANCE 5/31/12	TOTAL INTEREST	BALANCE 6/30/12	BALANCE 5/31/12	TOTAL INTEREST	BALANCE 6/30/12	TOTAL BALANCE IN ACCOUNT 6/30/12	INTEREST EARNED AT MATURITY	EARLIEST MATURITY DATE		
GENERAL FUND														
ADR FUND	179,792.63	20.61	179,813.24										20.61	179,813.24
CHILD SAFETY	65,587.72	7.50	65,588.25										7.50	65,588.25
CRTHSE SEC	77,702.87	8.94	77,702.87										8.94	77,702.87
CO RECORD ARC	707,263.91	81.06	707,344.97							1,000,000.00		9/12/12	81.06	1,707,344.97
COUNTY RNP	848,107.85	97.21	848,205.06										97.21	848,205.06
CT RPTR SVC	686,370.34	78.70	686,449.04							35,400,934.33		7/24/12	78.70	686,449.04
GENERAL FUND	38,175.41	4.38	38,186.76	37,868,075.47	3,974.05	17,894,092.58							3,978.43	53,333,213.67
JUSTICE CRT TECH	526,242.90	60.37	526,303.27										60.37	526,303.27
LIBRARY FUND	575,185.61	65.95	575,251.56										65.95	575,251.56
KARST	1,183,926.70	135.71	1,184,062.41										135.71	1,184,062.41
RMP	777,680.03	89.16	777,769.19										89.16	777,769.19
TCEQ AIR CHECK GRANT	939,628.43	106.62	927,404.16										106.62	927,404.16
TOBACCO FUNDS	8,411.60	0.99	8,412.59	1,320,702.80	180.60	1,320,883.40				2,493,102.50		11/8/12	181.59	3,822,398.49
GEN FUND TOTAL	6,614,067.06	757.20	6,602,493.37	39,188,778.27	4,154.85	19,214,975.98	0.00	0.00	0.00	38,894,036.83			4,911.85	64,711,506.18
CO'S & BOND														
2007 PARK BONDS				2,695,915.22	368.62	2,696,283.84							368.62	2,696,283.84
2007 ROAD BONDS	3,886,348.69	445.73	3,886,794.42	38,279,635.79	5,069.91	38,474,004.03				73,553,084.68		7/8/12	5,514.64	113,915,883.13
C O SERIES 2006				16,518,565.51	2,156.27	14,729,775.31							2,156.27	14,729,775.31
GF BOND 01	2,048.95	0.30	2,049.25	1,764,629.12	238.79	1,739,716.83	155,816.23	17.66	155,833.89				266.75	1,897,599.97
PASSTHROUGH							677,453.14	235.52	2,977,688.66				235.52	2,977,688.66
TOLL REIMB							833,269.37	253.18	3,133,522.55		0.00		8,531.80	136,217,230.91
CO'S & BONDS TOTAL	3,890,397.64	446.03	3,890,843.67	59,248,745.64	7,832.59	55,639,780.01								
2008 TAN	97,392.01	11.15	97,393.16	4,545,158.94	489.07	3,123,546.01							500.22	3,220,939.17
COUNTY BENEFITS													194.71	1,340,519.68
DEBT SERVICE	485,119.88	55.63	485,175.51	1,146,753.37	194.71	1,340,519.68							2,309.52	27,808,177.33
ROAD AND BRIDGE	24,468.88	2.81	24,471.69	15,834,247.93	2,253.89	16,836,501.82				10,486,500.00		7/28/12	1,031.18	16,356,270.89
SE ROAD DIST	17,847.37	2.07	17,849.44	5,871,240.00	1,028.37	7,872,288.37				8,459,530.83		10/23/12	2.07	17,849.44
SW ROAD DIST	879,874.48	100.84	879,975.32										100.84	879,975.32
NE RR ROAD DIST	463,657.45	53.17	463,710.62										53.17	463,710.62
FUTURE ENVRN LIAB				50,059.72	6.82	50,066.54				300,000.00		4/17/15	6.82	350,066.54
TOTALS	12,472,814.77	1,428.90	12,461,912.78	128,884,983.87	15,980.10	104,077,658.41	833,269.37	253.18	3,133,522.55	131,693,152.34	0.00		17,589.01	251,366,246.08

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; JUNE 2012 INTEREST RATE 0.43%

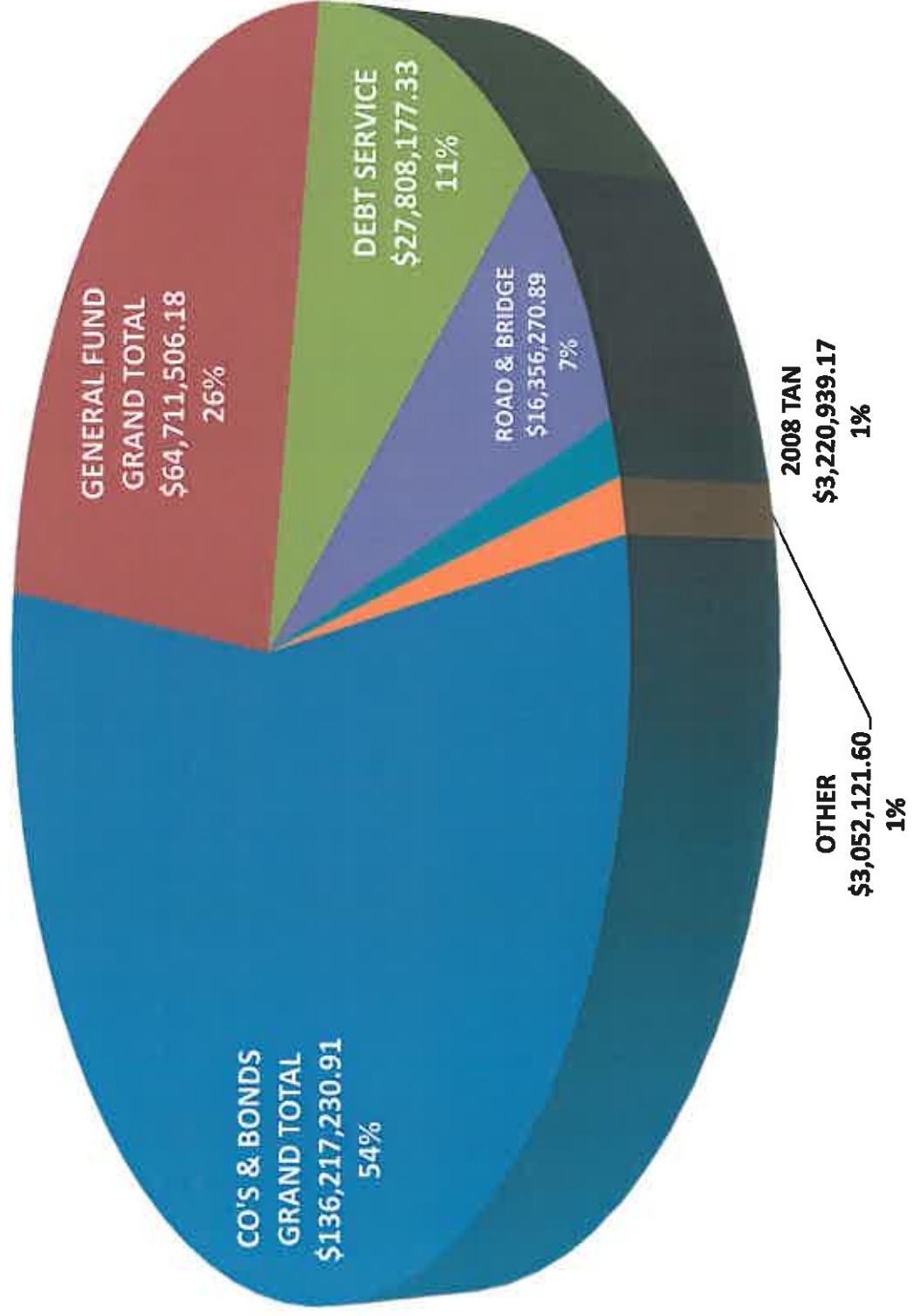
Vivian L. Wood *July 17, 2012*
Vivian L. Wood DATE

Williamson County Treasurer

**FY 2012 COUNTY INVESTMENTS BY INVESTMENT TYPE
AS OF JUNE 30, 2012**



**FY 2012 COUNTY INVESTMENTS BY MAJOR FUND TOTAL
AS OF JUNE 30, 2012**



*The "OTHER" category is made of the County Benefits, SE Road District, SW Road District, NE RR Road District and Future Environmental Liab.

JUNE 2012 NON-COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.166% -- TEXPOOL 0.140% -- TEXSTAR 0.138%

ACCOUNT NAME	TEXPOOL			TEXPOOL PRIME			TOTAL INTEREST ONLY	GRAND TOTAL (including interest)
	BALANCE 5/31/2012	TOTAL INTEREST	BALANCE 6/30/2012	BALANCE 5/31/2012	TOTAL INTEREST	BALANCE 6/30/2012		
AVERY RANCH ROADS	1,819,582.56	208.86	1,821,007.98				208.86	1,821,007.98
CITIES HEALTH DIST	76,468.14	8.75	76,476.89	1,522,497.40	208.18	1,522,705.58	216.93	1,599,182.47
CO DISTRICT CLERK	853,378.94	97.54	850,761.30				97.54	850,761.30
COUNTY CLERK	685,943.77	77.43	686,021.20				77.43	686,021.20
CSCD	805,969.48	144.78	1,506,114.26				144.78	1,506,114.26
DA DRUG FUND	122,711.73	14.06	122,725.79				14.06	122,725.79
DISTRICT ATTORNEY	324,496.59	35.93	294,603.28				35.93	294,603.28
MEDICAID	253,732.59	71.25	678,803.84				71.25	678,803.84
SHERIFF'S DRUG FUND	354,073.61	40.59	354,114.20				40.59	354,114.20
SHERIFF COMMISSARY	504,767.17	57.88	504,825.05	9.70	0.00	9.70	57.88	504,825.05
WC SCHOOL FUND								9.70
TOTALS	5,801,124.58	757.07	6,895,453.79	1,522,507.10	208.18	1,522,715.28	965.25	8,418,169.07

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; JUNE 2012 INTEREST RATE 0.43%

Vivian L. Wood

Vivian L. Wood
Williamson County Treasurer

July 17, 2012
DATE

JULY 2012 COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.160% -- TEXPOOL 0.132% -- TEXSTAR 0.136%

ACCOUNT NAME	TEXPOOL			TEXPOOL PRIME			TEXSTAR			LONGTERM INVESTMENT			TOTAL INTEREST ONLY	GRAND TOTAL
	BALANCE 6/30/12	TOTAL INTEREST	BALANCE 7/31/12	BALANCE 6/30/12	TOTAL INTEREST	BALANCE 7/31/12	BALANCE 6/30/12	TOTAL INTEREST	BALANCE 7/31/12	TOTAL BALANCE IN ACCOUNT 7/31/12	INTEREST EARNED AT MATURITY	EARLIEST MATURITY DATE		
GENERAL FUND														
ADR FUND	179,813.24	20.23	219,833.47										20.23	219,833.47
CHILD SAFETY	65,588.25	7.36	65,588.11										7.36	65,588.11
CRTRSE SEC	77,702.87	8.67	77,711.54										8.67	77,711.54
CO RECORD ARC	707,344.97	67.40	407,412.37							1,000,000.00		9/12/12	67.40	1,407,412.37
COUNTY RMP	848,205.06	94.85	848,299.91										94.85	848,299.91
CT RPTR SVC	686,449.04	76.77	686,525.81										76.77	686,525.81
GENERAL FUND	38,186.76	4.23	38,196.49	17,894,092.58	2,425.45	17,895,518.03				27,417,858.83	34,027.50	9/6/12	36,457.18	45,352,575.35
JUSTICE CRT TECH	526,303.27	59.06	586,362.33										59.06	586,362.33
LIBRARY FUND	575,251.56	64.26	555,315.82										64.26	555,315.82
KARST	1,184,062.41	134.26	1,684,196.67										134.26	1,684,196.67
RMP	777,769.19	86.97	777,856.16										86.97	777,856.16
TCEQ AIR CHECK GRANT	927,404.16	102.67	908,510.60										102.67	908,510.60
TOBACCO FUNDS	8,412.59	0.96	8,413.55										180.93	4,022,579.42
GEN FUND TOTAL	6,602,493.37	727.69	6,864,224.83	19,214,975.98	2,605.42	19,417,581.40	0.00	0.00	0.00	30,910,961.33	34,027.50	11/9/12	37,360.61	57,192,767.56
CO'S & BOND														
2007 PARK BONDS				2,695,283.84	362.42	2,649,255.34							362.42	2,649,255.34
2007 ROAD BONDS	3,888,794.42	434.78	3,889,229.20	36,474,004.03	5,083.34	40,564,017.06				62,854,112.46	108,012.50	8/31/12	113,530.62	107,307,358.72
C O SERIES 2008				14,729,775.31	1,992.19	13,905,149.88							1,992.19	13,905,149.88
GF BOND 01	2,049.25	0.01	0.00	1,739,716.83	9.63	0.00			0.57	155,833.88			10.21	
PASSTHROUGH														
TOLL REIMB														
CO'S & BONDS TOTAL	3,890,843.67	434.79	3,889,229.20	55,639,780.01	7,447.58	57,118,422.28	2,977,868.68	343.78	2,978,032.44	62,854,112.46	108,012.50		343.78	2,978,032.44
2008 TAN	97,383.16	10.89	97,404.05				3,133,522.55	344.35	2,978,032.44				116,239.22	126,839,796.38
COUNTY BENEFITS														
DEBT SERVICE	485,175.51	54.23	485,229.74	3,123,546.01	422.93	3,118,968.94							433.82	3,216,372.99
ROAD AND BRIDGE	24,471.69	2.74	24,474.43	1,940,519.68	219.53	1,751,620.76				7,486,500.00	45,431.61	2/8/13	219.53	1,751,620.76
SE ROAD DIST	17,849.44	2.01	17,851.45	16,836,501.82	2,301.85	17,238,803.67				8,459,530.83		10/23/12	983.67	25,210,533.41
SW ROAD DIST	879,975.32	98.35	880,073.67	7,872,268.37	980.93	6,373,249.30							2.01	17,851.45
WE RR ROAD DIST	463,710.62	51.83	463,762.45										98.35	880,073.67
FUTURE ENVRN LIAB				50,066.54	6.81	50,073.35				300,000.00		4/17/15	51.83	463,762.45
TOTALS	12,481,912.78	1,382.53	12,722,249.82	104,077,658.41	13,985.05	105,068,719.70	3,133,522.55	344.35	2,978,032.44	110,011,104.62	187,471.61		6.81	350,073.35
TOTALS														230,780,106.58

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; JULY 2012 INTEREST RATE 0.44%

8-10-12

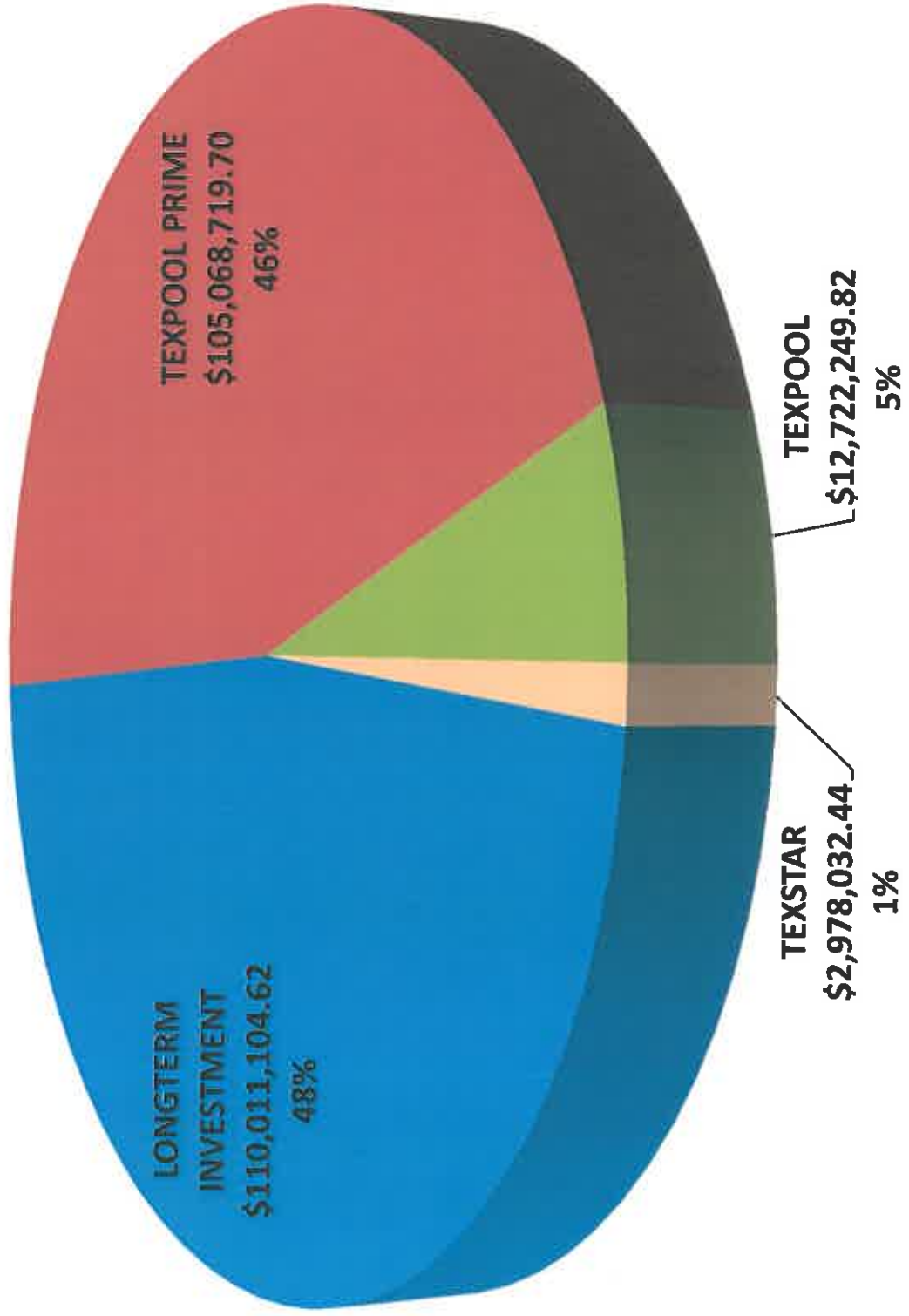
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Vivian L. Wood

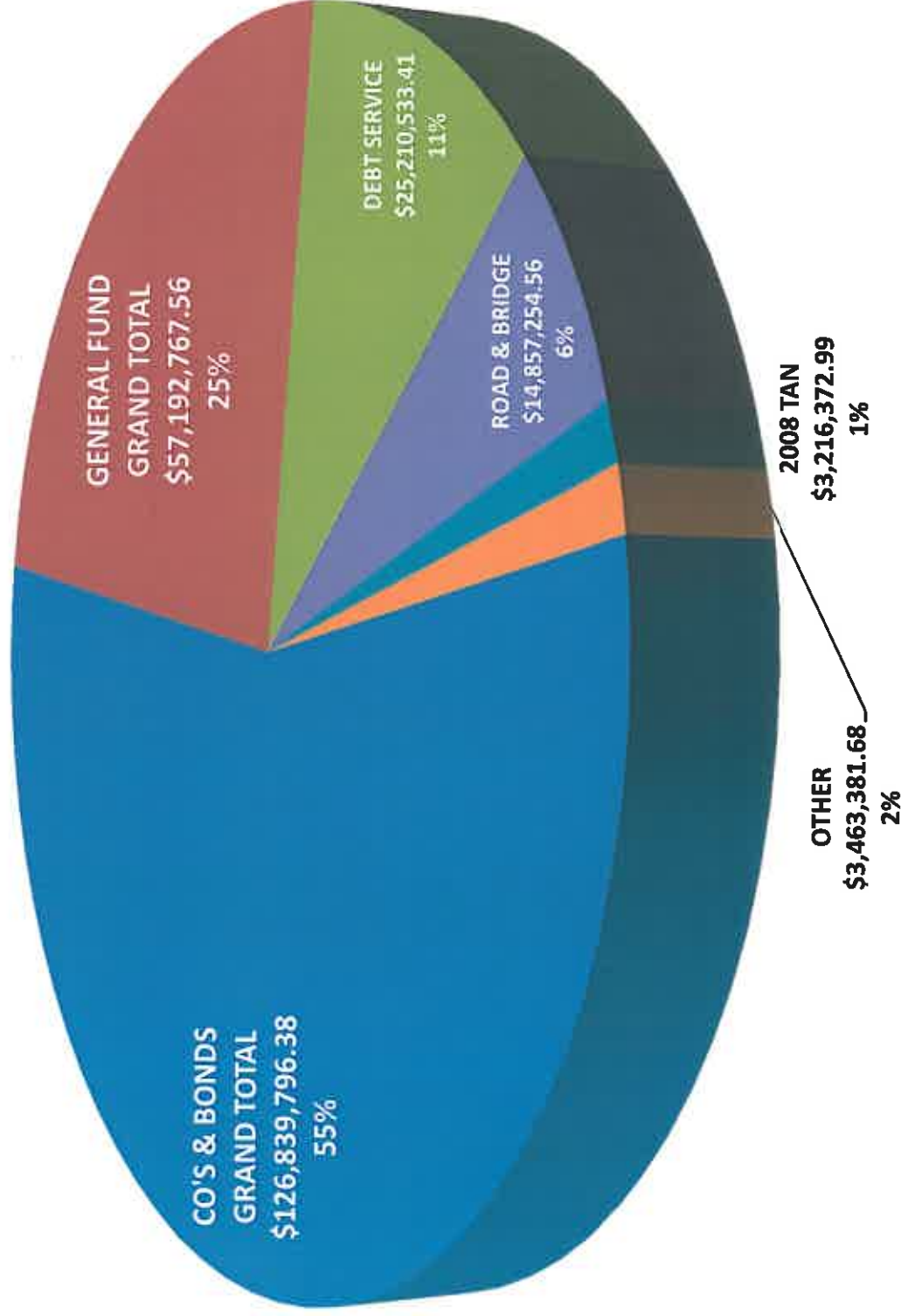
Vivian L. Wood

Williamson County Treasurer

**FY 2012 COUNTY INVESTMENTS BY INVESTMENT TYPE
AS OF JULY 31, 2012**



FY 2012 COUNTY INVESTMENTS BY MAJOR FUND TOTAL **AS OF JULY 31, 2012**



*The "OTHER" category is made of the County Benefits, SE Road District, SW Road District, NE RR Road District and Future Environmental Liab.

JULY 2012 NON-COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.160% -- TEXPOOL 0.132% -- TEXSTAR 0.136%

ACCOUNT NAME	TEXPOOL		TEXPOOL PRIME		TOTAL INTEREST ONLY	GRAND TOTAL (including interest)
	BALANCE 6/30/2012	TOTAL INTEREST	BALANCE 6/30/2012	TOTAL INTEREST		
AVERY RANCH ROADS	1,821,007.98	204.93	1,836,412.84		204.93	1,836,412.84
CITIES HEALTH DIST	76,476.89	8.59	76,485.48		214.96	1,599,397.43
CO DISTRICT CLERK	850,761.30	94.50	851,567.31		94.50	851,567.31
COUNTY CLERK	686,021.20	75.28	658,465.37		75.28	658,465.37
CSCD	1,506,114.26	162.23	1,306,276.49		162.23	1,306,276.49
DA DRUG FUND	122,725.79	13.73	122,739.52		13.73	122,739.52
DISTRICT ATTORNEY	294,603.28	32.15	295,485.15		32.15	295,485.15
MEDICAID	678,803.84	119.96	1,103,923.80		119.96	1,103,923.80
SHERIFF'S DRUG FUND	354,114.20	39.63	354,153.83		39.63	354,153.83
SHERIFF COMMISSARY	504,825.05	56.46	504,881.51		56.46	504,881.51
WC SCHOOL FUND				9.70	9.70	9.70
TOTALS	6,895,453.79	807.46	7,110,391.30	206.37	1,013.83	8,633,312.95

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; JULY 2012 INTEREST RATE 0.44%

Vivian L. Wood
Vivian L. Wood
Williamson County Treasurer

DATE

8-10-12

AUGUST 2012 COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.159% -- TEXPOOL 0.131% -- TEXSTAR 0.133%

ACCOUNT NAME	TEXPOOL			TEXPOOL PRIME			TEXSTAR			LONGTERM INVESTMENT			TOTAL INTEREST ONLY	GRAND TOTAL
	BALANCE 7/31/12	TOTAL INTEREST	BALANCE 8/31/12	BALANCE 7/31/12	TOTAL INTEREST	BALANCE 8/31/12	BALANCE 7/31/12	TOTAL INTEREST	BALANCE 8/31/12	TOTAL BALANCE IN ACCOUNT 8/31/12	INTEREST EARNED AT MATURITY	EARLIEST MATURITY DATE		
GENERAL FUND														
ADR FUND	219,833.47	24.50	219,857.97										24.50	219,857.97
CHILD SAFETY	65,588.11	7.27	65,588.02										7.27	65,588.02
CRTHSE SEC	77,720.23	8.69	77,720.23										8.69	77,720.23
CO RECORD ARC	407,412.37	45.50	407,457.87							1,000,000.00		9/12/12	45.50	1,407,457.87
COUNTY RMP	848,299.91	92.46	848,392.37										92.46	848,392.37
CT RPTR SVC	686,525.81	76.58	686,602.39										76.58	686,602.39
GENERAL FUND	38,198.49	4.25	38,210.10	17,896,518.03	1,756.02	5,898,274.05				27,417,858.83		9/5/12	1,760.27	33,354,342.98
JUSTICE CRT TECH	586,362.33	65.43	586,427.76										65.43	586,427.76
LIBRARY FUND	555,315.82	61.91	555,377.73										61.91	555,377.73
KARST	1,684,196.67	187.86	1,684,384.53										187.86	1,684,384.53
RMP	777,856.16	86.78	777,942.94										86.78	777,942.94
TCEQ AIR CHECK GRANT	908,510.60	101.93	908,612.53										101.93	908,612.53
TOBACCO FUNDS	8,413.55	0.93	8,414.48	1,521,063.37	205.80	1,521,269.17				2,493,102.50		1/18/12	205.73	4,022,786.15
GEN FUND TOTAL	6,864,224.83	764.09	6,864,988.71	19,417,581.40	1,961.82	7,419,543.22	0.00	0.00	0.00	30,910,961.33			2,726.91	44,995,407.26
CO'S & BOND														
2007 PARK BONDS				2,649,255.34	358.05	2,649,613.39							358.05	2,649,613.39
2007 ROAD BONDS	3,889,229.20	433.86	3,889,663.06	40,564,017.06	5,256.14	37,229,091.48				62,855,185.79	13,898.33	10/16/12	19,588.33	103,973,940.33
C O SERIES 2006				13,905,149.88	1,859.55	13,129,989.57							1,859.55	13,129,989.57
GF BOND 01	0.00													
PASSTHROUGH														
TOLL REIMB														
CO'S & BONDS TOTAL	3,889,229.20	433.86	3,889,663.06	57,118,422.28	7,473.74	63,005,118.98	2,978,032.44	357.61	4,978,390.05	62,855,185.79	13,898.33		22,163.54	124,728,357.88
2008 TAN	97,404.05	10.85	97,414.90	3,118,968.94	421.15	3,098,107.09							432.00	3,195,521.99
COUNTY BENEFITS														
DEBT SERVICE	485,229.74	54.10	485,283.84	1,751,620.76	285.27	1,771,649.24							285.27	1,771,649.24
ROAD AND BRIDGE	24,474.43	2.71	24,477.14	17,238,803.67	1,081.03	1,118,812.18				7,486,500.00		2/28/13	1,135.13	9,080,596.02
SE ROAD DIST	17,851.45	2.03	17,853.48	6,373,249.30	842.54	4,874,091.84				8,459,530.83		10/23/12	845.25	13,358,099.81
SW ROAD DIST	880,073.67	98.19	880,171.86										2.03	17,853.48
WE RR ROAD DIST	463,762.45	51.72	463,814.17										98.19	880,171.86
FUTURE ENVRN LIAB													51.72	463,814.17
TOTALS	12,722,249.82	1,417.55	12,723,581.16	105,068,719.70	12,072.33	71,337,402.88	2,978,032.44	357.61	4,978,390.05	110,012,177.95	13,898.33		27,694.10	198,851,551.84

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; AUGUST 2012 INTEREST RATE 0.43%

9-13-12

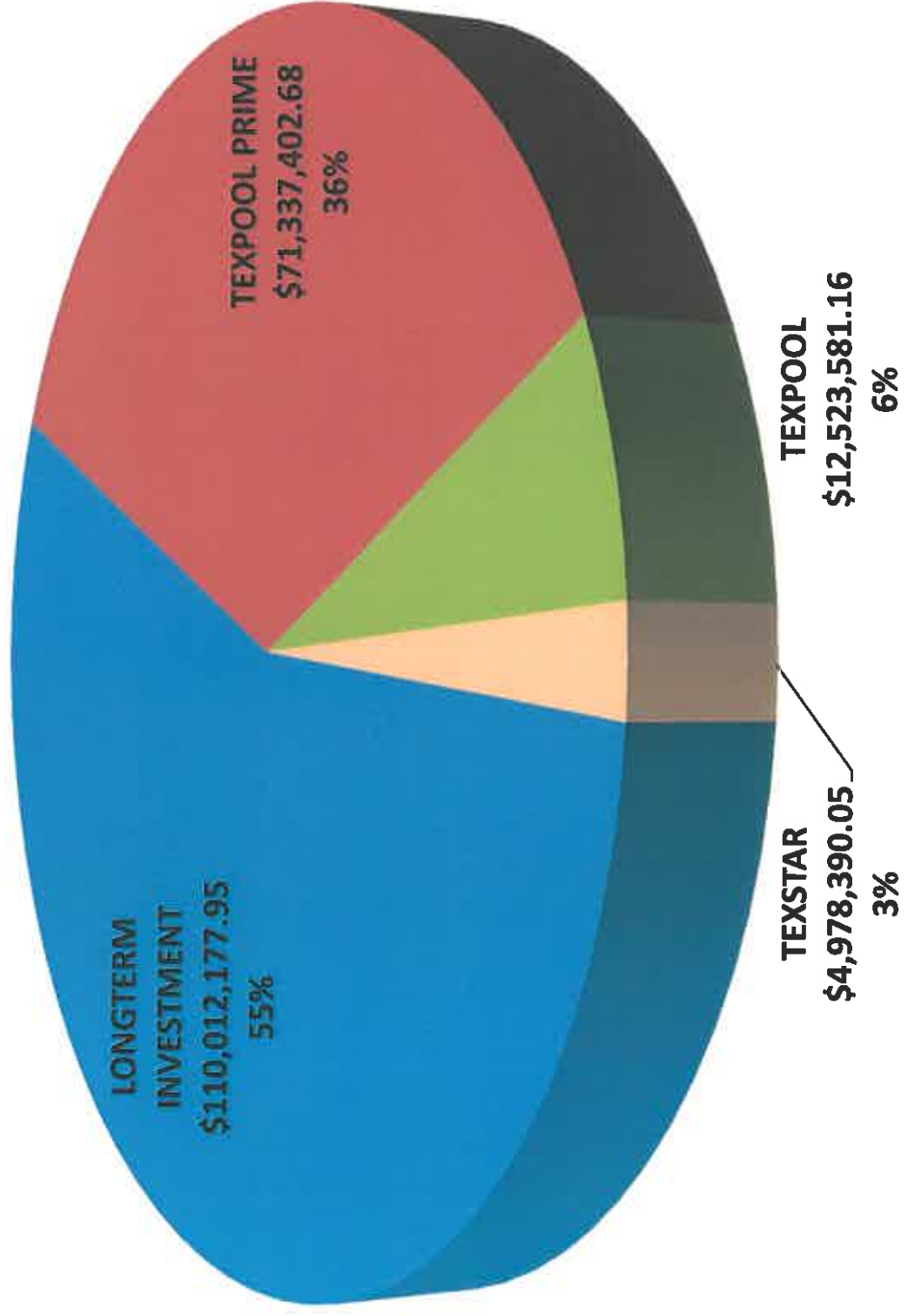
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Vivian L. Wood

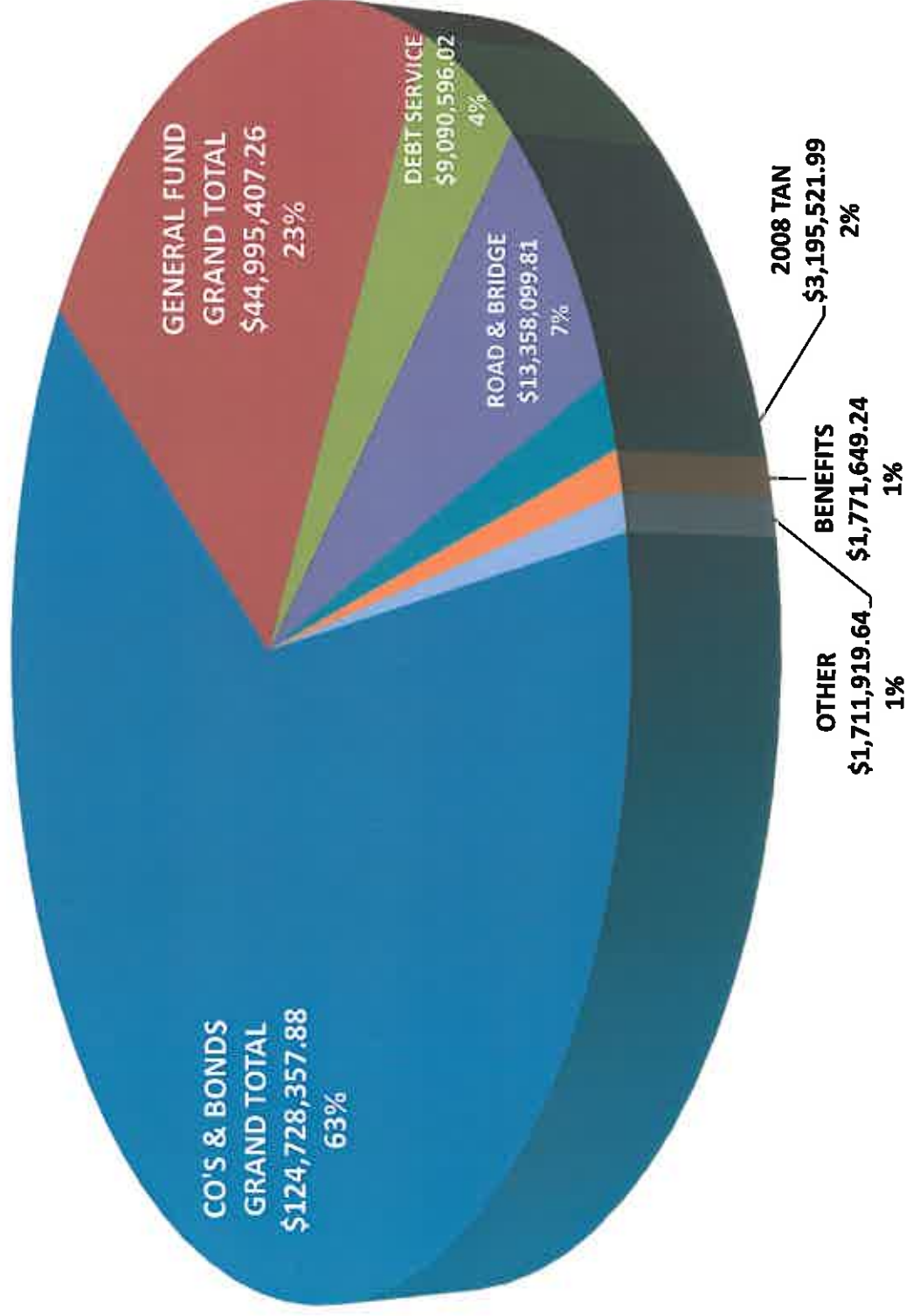
Vivian L. Wood

Williamson County Treasurer

**FY 2012 COUNTY INVESTMENTS BY INVESTMENT TYPE
AS OF AUGUST 31, 2012**



FY 2012 COUNTY INVESTMENTS BY MAJOR FUND TOTAL **AS OF AUGUST 31, 2012**



*The "OTHER" category is made of the SE Road District, SW Road District, NE RR Road District and Future Environmental Liab. Percentage may exceed 100% due to rounding.

AUGUST 2012 NON-COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.159% - TEXPOOL 0.131% - TEXSTAR 0.133%

ACCOUNT NAME	TEXPOOL		TEXPOOL PRIME		TOTAL INTEREST ONLY	GRAND TOTAL (Including Interest)
	BALANCE 7/31/2012	TOTAL INTEREST	BALANCE 7/31/2012	TOTAL INTEREST		
AVERY RANCH ROADS	1,836,412.84	136.96	767,752.90		136.96	767,752.90
CITIES HEALTH DIST	76,485.48	8.54	76,494.02		214.60	1,599,612.03
CO DISTRICT CLERK	851,567.31	94.24	852,005.12		94.24	852,005.12
COUNTY CLERK	658,465.37	72.12	656,958.65		72.12	656,958.65
CSCD	1,306,276.49	138.53	1,106,415.02		138.53	1,106,415.02
DA DRUG FUND	122,739.52	13.67	122,753.19		13.67	122,753.19
DISTRICT ATTORNEY	285,485.15	34.91	280,916.55		34.91	280,916.55
MEDICAID	1,103,923.80	161.15	1,529,084.95		161.15	1,529,084.95
SHERIFF'S DRUG FUND	354,153.83	39.50	354,193.33		39.50	354,193.33
SHERIFF COMMISSARY	504,881.51	56.33	504,937.84		56.33	504,937.84
WC SCHOOL FUND				9.70	9.70	9.70
TOTALS	7,110,391.30	755.95	6,251,511.57	206.06	962.01	7,774,639.28

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; AUGUST 2012 INTEREST RATE 0.43%

Vivian L. Wood

Vivian L. Wood

Williamson County Treasurer

9-13-12

DATE

**SEPTEMBER 2012 COUNTY INVESTMENT
FY 2012**

INTEREST RATE: TEXPOOL PRIME 0.182% -- TEXPOOL 0.157% -- TEXSTAR 0.157%

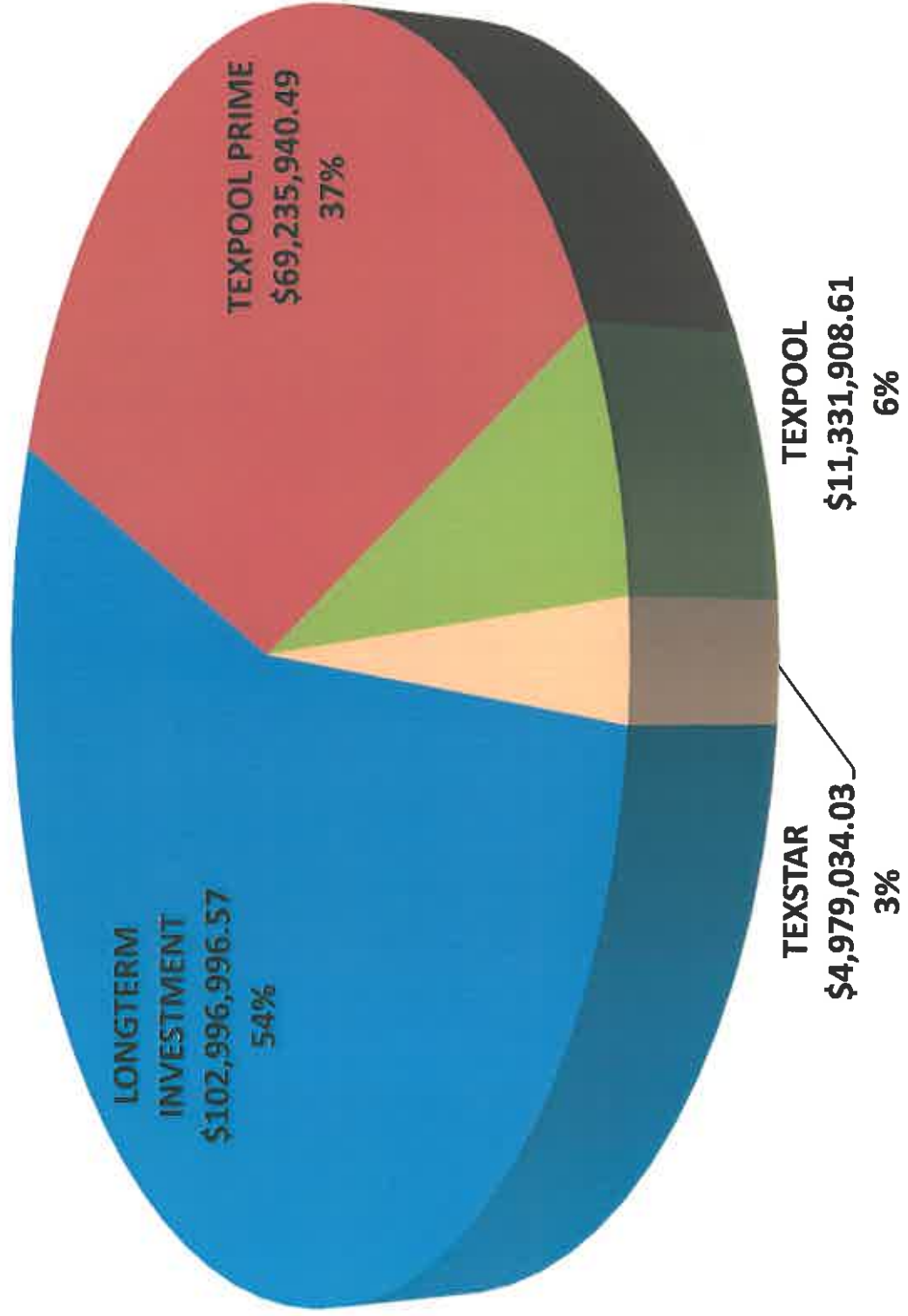
ACCOUNT NAME	TEXPOOL PRIME			TEXSTAR			LONGTERM INVESTMENT			TOTAL INTEREST ONLY	GRAND TOTAL
	BALANCE 8/31/12	TOTAL INTEREST	BALANCE 9/30/12	BALANCE 8/31/12	TOTAL INTEREST	BALANCE 9/30/12	TOTAL BALANCE IN ACCOUNT 9/30/12	INTEREST EARNED AT MATURITY	EARLIEST MATURITY DATE		
GENERAL FUND											
ADR FUND	219,867.97	28.36	219,866.33							28.36	219,886.33
CHILD SAFETY	65,588.02	8.47	65,589.22							8.47	65,589.22
CRITSE SEC	77,720.23	10.08	77,730.31							10.08	77,730.31
CO RECORD ARC	407,457.87	52.64	407,510.51				1,000,000.00	3,456.20	9/13/13	3,508.84	1,407,510.51
COUNTY RMP	648,392.37	83.75	648,476.12							83.75	648,476.12
CT RPTR SVC	686,602.39	88.71	686,691.10							88.71	686,691.10
GENERAL FUND	38,210.10	4.94	38,222.31	5,898,274.05	882.76	5,899,156.81	15,473,681.95	27,198.09	11/8/12	28,065.79	21,411,061.07
JUSTICE CRT TECH	586,427.76	75.75	586,503.51							75.75	586,503.51
LIBRARY FUND	555,377.73	71.71	555,449.44							71.71	555,449.44
KARST	1,684,384.53	217.62	1,684,602.15							217.62	1,684,602.15
RMP	777,942.94	100.47	778,043.41							100.47	778,043.41
TCEQ AIR CHECK GRANT	908,526.32	114.58	871,396.68							114.58	871,399.68
TOBACCO FUNDS	8,414.48	1.11	8,415.59	1,521,268.17	227.67	1,521,496.84	2,493,102.50		11/8/12	228.78	4,023,014.93
GEN FUND TOTAL	6,664,902.71	858.19	6,628,519.68	7,419,543.22	1,110.43	7,420,653.65	18,966,784.45	30,654.29		32,622.91	33,015,957.78
CO'S & BOND											
2007 PARK BONDS				2,646,037.93	395.95	2,645,587.45				395.95	2,645,587.45
2007 ROAD BONDS	3,889,663.06	367.22	2,734,119.18	37,229,091.46	5,494.97	35,775,352.45	67,784,181.29		10/16/12	5,862.19	106,293,652.92
C O SERIES 2006				13,129,989.57	1,959.88	13,051,810.52				1,959.88	13,051,810.52
GF BOND 01											
PASSTHROUGH											
TOLL REIMB											
CO'S & BONDS TOTAL	3,889,663.06	367.22	2,734,119.18	53,005,118.98	7,850.80	51,472,750.42		0.00		8,862.00	4,979,034.03
2008 TAN	97,414.50	12.59	97,427.49	3,098,107.09	462.38	3,081,863.47				474.97	3,179,310.96
COUNTY BENEFITS											
DEBT SERVICE	485,283.84	62.70	485,346.54	1,771,649.24	355.40	2,016,775.88				355.40	2,016,775.88
ROAD AND BRIDGE	24,477.14	3.18	24,480.32	1,118,812.18	167.46	1,118,979.64	7,486,500.00		2/8/13	230.16	9,090,826.18
SE ROAD DIST	17,853.48	2.26	17,855.74	4,874,091.84	717.93	4,074,809.77	8,459,530.83		10/23/12	721.11	12,558,820.92
SW ROAD DIST	880,171.86	113.71	880,285.57							2.26	17,855.74
WE RR ROAD DIST	463,814.17	59.92	463,874.09							113.71	880,285.57
FUTURE ENHANC LIAB										59.92	463,874.09
TOTALS	12,523,581.16	1,479.77	11,331,908.61	71,337,402.88	10,671.93	69,235,940.49	102,996,996.57	30,654.29		7.53	350,087.66
TOTALS				4,978,390.05	643.98	4,979,034.03	102,996,996.57	30,654.29		43,390.05	188,543,879.70

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; SEPTEMBER 2012 INTEREST RATE 0.45%

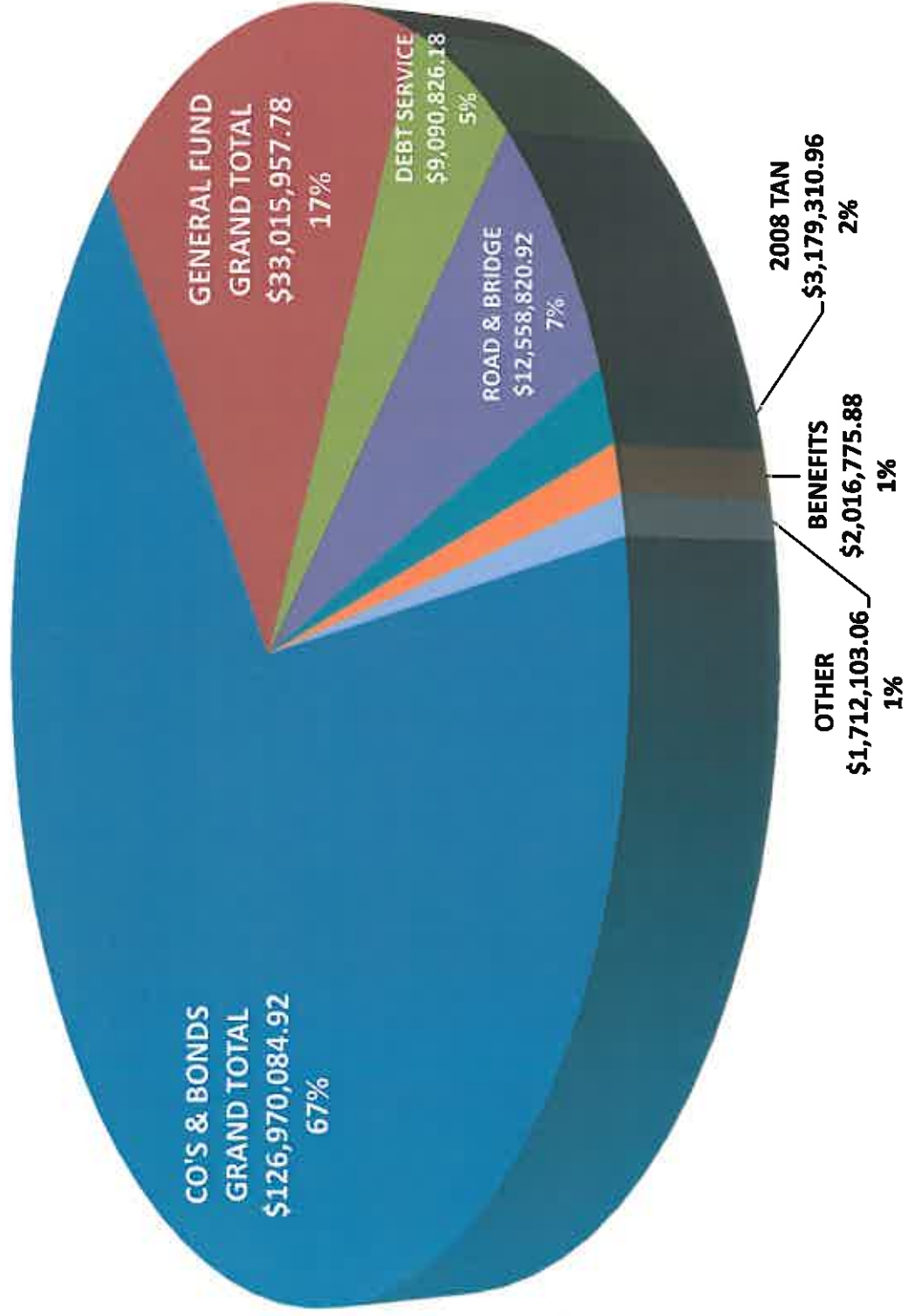
Vivian L. Wood 10-5-12
DATE

Vivian L. Wood
Williamson County Treasurer

**FY 2012 COUNTY INVESTMENTS BY INVESTMENT TYPE
AS OF SEPTEMBER 30, 2012**



FY 2012 COUNTY INVESTMENTS BY MAJOR FUND TOTAL **AS OF SEPTEMBER 30, 2012**



*The "OTHER" category is made of the SE Road District, SW Road District, NE RR Road District and Future Environmental Liab. Percentage may exceed 100% due to rounding.

SEPTEMBER 2012 NON-COUNTY INVESTMENT

FY 2012

INTEREST RATE: TEXPOOL PRIME 0.182% -- TEXPOOL 0.157% -- TEXSTAR 0.157%

ACCOUNT NAME	TEXPOOL		TEXPOOL PRIME		TOTAL INTEREST ONLY	GRAND TOTAL (including Interest)
	BALANCE 8/31/2012	TOTAL INTEREST	BALANCE 8/31/2012	TOTAL INTEREST		
AVERY RANCH ROADS	767,752.90	99.22	768,509.86		99.22	768,509.86
CITIES HEALTH DIST	76,494.02	9.86	76,503.88		237.83	1,599,849.86
CO DISTRICT CLERK	852,005.12	75.09	538,771.63		75.09	538,771.63
COUNTY CLERK	656,958.65	83.19	656,041.83		83.19	656,041.83
CSCD	1,106,415.02	88.44	606,503.46		88.44	606,503.46
DA DRUG FUND	122,753.19	15.85	122,769.04		15.85	122,769.04
DISTRICT ATTORNEY	280,916.55	36.17	280,952.72		36.17	280,952.72
MEDICAID	1,529,084.95	228.88	1,954,313.83		228.88	1,954,313.83
SHERIFF'S DRUG FUND	354,193.33	45.77	354,239.10		45.77	354,239.10
SHERIFF COMMISSARY	504,937.84	65.23	505,003.07		65.23	505,003.07
WC SCHOOL FUND				9.70	9.70	9.70
TOTALS	6,251,511.57	747.70	5,863,608.42	227.97	975.67	7,386,964.10

INTEREST EARNED ON ALL WILLIAMSON COUNTY ACCOUNTS AT UNION STATE BANK; SEPTEMBER 2012 INTEREST RATE 0.45%

Vivian L. Wood
Vivian L. Wood
Williamson County Treasurer

DATE

10-5-12



Investment Portfolio Summary

Williamson County



For the Quarter Ended

June 30, 2012

Prepared by
FirstSouthwest Asset Management



Report Name

Certification Page
Executive Summary
Benchmark Comparison
Detail of Security Holdings
Change in Value
Earned Income
Investment Transactions
Amortization and Accretion
Projected Fixed Income Cash Flows

MARKET RECAP:

The economic data released in June has largely confirmed economists' fears that first quarter growth was fueled by unusually mild winter weather and would reverse itself at the expense of second quarter growth. One needs to look no further than the monthly employment report to see the trend. During the first quarter, non-farm payrolls grew by an average of 226k per month. In the second quarter, payroll growth has slowed to an average of just 75k per month, while the unemployment rate has climbed from April's 8.1% to 8.2% in June. Retail sales have declined for two months in a row with both April and May falling by 0.2%. Vehicle sales have decelerated sharply since hitting a post-recession high of 15 million annualized units in February, falling to just 13.7 million annual units in May. Consumer spending is likely being constrained by a lack of income as average hourly earnings rose by just 1.7% year-over-year in May, a new low for the current recovery cycle. Consumers are already stretched and with the prospect of higher taxes in the offing, it's no wonder they are cutting back.

Global conditions are not helping. Much of Europe is already in recession and growth in China has slowed sharply. Concerns about the implementation of a rescue package for its troubled banks helped to send yields on 10-year Spanish government bonds over 7%, and Italy isn't far behind. In contrast, yields on the relative safe harbor debt of the U.S. and Germany continue to fall. On June 1st, the yield on 10-year U.S. Treasuries fell to a record low of 1.44%. At the same time, the German 10-year bond reached 1.13% and the German two-year traded below zero for the first time ever. The Federal Reserve, mindful of the economy's precarious position, voted to extend their "Operation Twist" program through the end of 2012. With inflation well contained, the global economy slowing, payroll growth at a virtual standstill, and the fiscal cliff beginning to exert itself, additional easing measures are widely expected.

For the Quarter Ended

June 30, 2012

This report is prepared for the **Williamson County** (the "Entity") in accordance with Chapter 2256 of the Texas Public Funds Investment Act ("PFIA"). Section 2256.023(a) of the PFIA states that: "Not less than quarterly, the investment officer shall prepare and submit to the governing body of the entity a written report of the investment transactions for all funds covered by this chapter for the preceding reporting period." This report is signed by the Entity's investment officers and includes the disclosures required in the PFIA. To the extent possible, market prices have been obtained from independent pricing sources.

The investment portfolio complied with the PFIA and the Entity's approved Investment Policy and Strategy throughout the period. All investment transactions made in the portfolio during this period were made on behalf of the Entity and were made in full compliance with the PFIA and the approved Investment Policy.

Officer Names and Titles:

William L. Shood

Williamson County Treasurer



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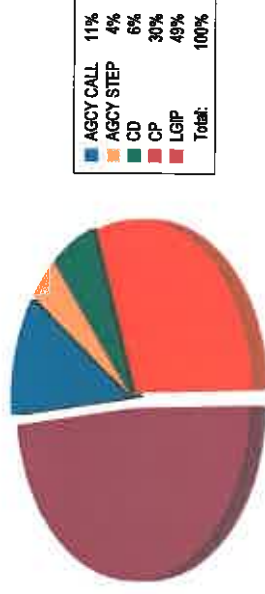
Williamson County
Executive Summary
As of 06/30/12

Account Summary

Beginning Values as of 03/31/12 Ending Values as of 06/30/12

Par Value	291,525,548.73	256,685,691.39
Market Value	291,462,655.73	256,606,762.99
Book Value	291,397,414.11	256,542,098.38
Unrealized Gain / Loss	65,241.62	64,664.61
Market Value %	99.98%	99.97%
Weighted Avg. YTW	0.308%	0.360%
Weighted Avg. YTM	0.325%	0.380%

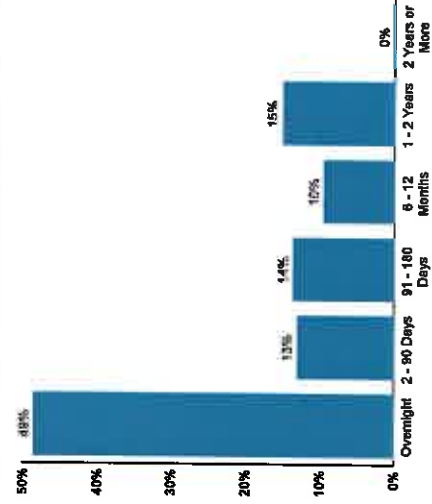
Allocation by Security Type



Allocation by Issuer

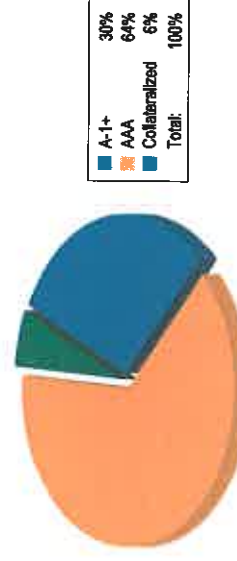


Maturity Distribution %



Weighted Average Days to Maturity: 115

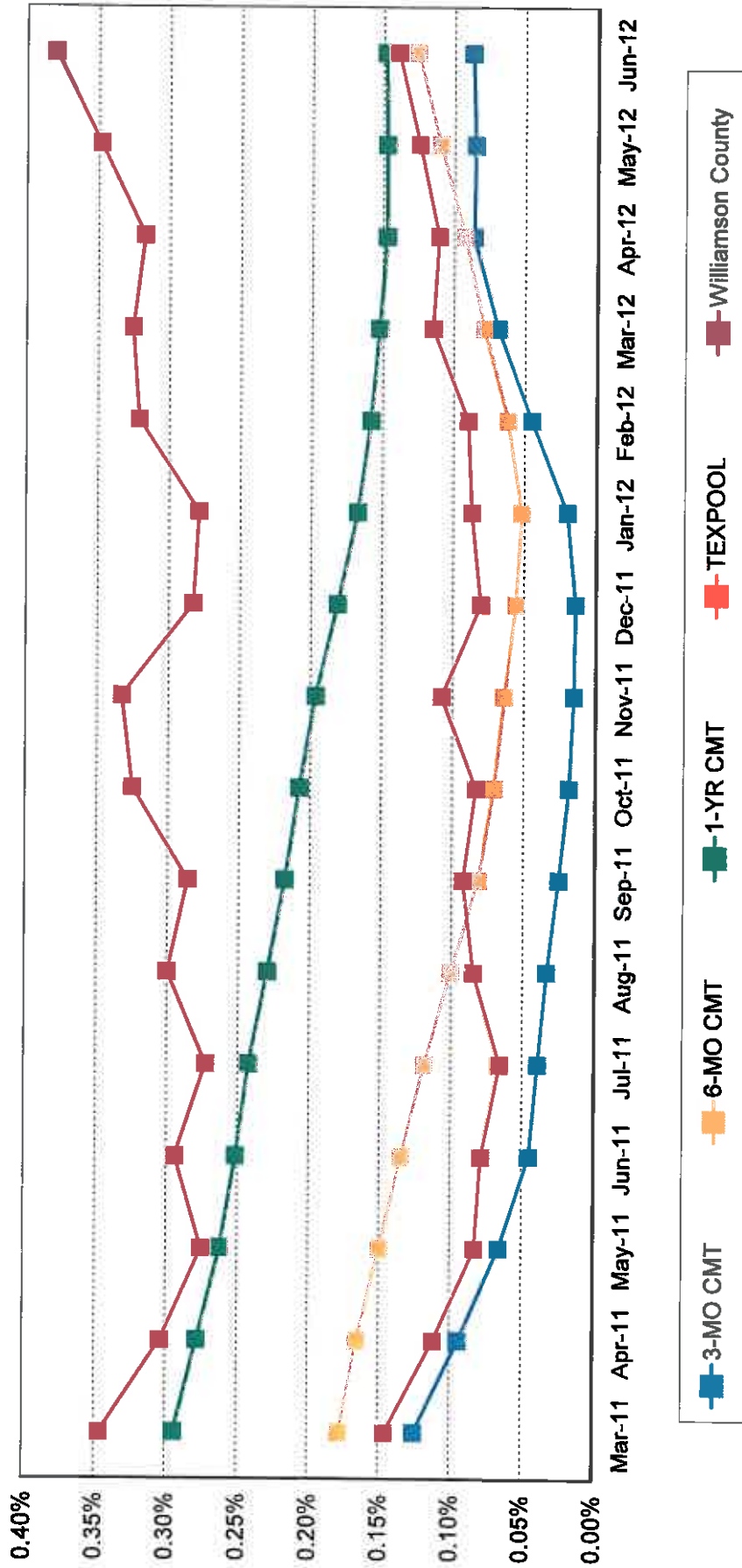
Credit Quality





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Williamson County
Benchmark Comparison
As of 06/30/2012



Note 1: CMT stands for Constant Maturity Treasury. This data is published in Federal Reserve Statistical Release H-15 and represents an average of all actively traded Treasury securities having that time remaining until maturity. This is a standard industry benchmark for Treasury securities. The CMT benchmarks are moving averages. The 3-month CMT is the daily average for the previous 3 months, the 6-month CMT is the daily average for the previous 6 months, and the 1-year and 2-year CMT's are the daily averages for the previous 12-months.

Note 2: Benchmark data for TexPool is the monthly average yield.



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Williamson County
Detail of Security Holdings
As of 06/30/2012

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Date	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Days to Mty	Days to Call	YTM	YTW
07 Park Limited -06																
TEXPRIME		LGIP	TexPool Prime					2,696,283.84	100.000	2,696,283.84	2,696,283.84	100.000	2,696,283.84	1	0.166	0.166
Total for 07 Park Limited -06								2,696,283.84	100.000	2,696,283.84	2,696,283.84	100.000	2,696,283.84	1	0.166	0.166
2008 TAN-COMPASS																
TEXPOOL		LGIP	TexPool					97,393.16	100.000	97,393.16	97,393.16	100.000	97,393.16	1	0.139	0.139
TEXPRIME		LGIP	TexPool Prime					3,123,546.01	100.000	3,123,546.01	3,123,546.01	100.000	3,123,546.01	1	0.166	0.166
Total for 2008 TAN-COMPASS								3,220,939.17	100.000	3,220,939.17	3,220,939.17	100.000	3,220,939.17	1	0.165	0.165
CC Records Archive																
CD-2238	09/12/12	CD	Union St Bk CD	0.600	09/12/12			500,756.25	100.000	500,756.25	500,756.25	100.000	500,756.25	74	0.602	0.602
CD-5733	09/12/11	CD	Union St Bk CD	0.400	09/12/12			501,502.87	100.000	501,502.87	501,502.87	100.000	501,502.87	74	0.401	0.401
Total for CC Records Archive								1,002,259.12	100.000	1,002,259.12	1,002,259.12	100.000	1,002,259.12	74	0.502	0.502
Combination Tax & Revenue Series 2006 CO																
TEXPRIME		LGIP	TexPool Prime					14,729,775.31	100.000	14,729,775.31	14,729,775.31	100.000	14,729,775.31	1	0.166	0.166
Total for Combination Tax & Revenue Series 2006 CO								14,729,775.31	100.000	14,729,775.31	14,729,775.31	100.000	14,729,775.31	1	0.166	0.166
COs and Bonds																
TEXPOOL		LGIP	TexPool					2,049.25	100.000	2,049.25	2,049.25	100.000	2,049.25	1	0.139	0.139
TEXPRIME		LGIP	TexPool Prime					1,739,716.83	100.000	1,739,716.83	1,739,716.83	100.000	1,739,716.83	1	0.166	0.166
TEXSTAR		LGIP	TexSTAR					155,833.89	100.000	155,833.89	155,833.89	100.000	155,833.89	1	0.138	0.138
Total for COs and Bonds								1,897,599.97	100.000	1,897,599.97	1,897,599.97	100.000	1,897,599.97	1	0.164	0.164



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Williamson County
Detail of Security Holdings
As of 06/30/2012

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Data	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mty	Days to Call	YTM	YTW
County Benefits Program																	
TEXPRIME		LGIP	TexPool Prime					1,340,519.68	100,000	1,340,519.68	1,340,519.68	100,000	1,340,519.68	1		0.166	0.166
Total for County Benefits Program									1,340,519.68	1,340,519.68	1,340,519.68	100,000	1,340,519.68	1		0.166	0.166
Debt Service Fund																	
TEXPOOL		LGIP	TexPool					485,175.51	100,000	485,175.51	485,175.51	100,000	485,175.51	1		0.139	0.139
TEXPRIME		LGIP	TexPool Prime					16,836,501.82	100,000	16,836,501.82	16,836,501.82	100,000	16,836,501.82	1		0.166	0.166
CD-8157	07/29/11	CD	Union St Bk CD	0.600	07/29/12			7,533,955.31	100,000	7,533,955.31	7,533,955.31	100,000	7,533,955.31	29		0.602	0.602
89239GP83	05/14/12	CP - DISC	Toyota Mtr Cr		02/08/13			3,000,000.00	99,550	2,986,500.00	2,986,900.00	99,765	2,992,938.00	223		0.603	0.603
Total for Debt Service Fund									27,855,632.64	27,842,132.64	27,844,532.64	99,975	27,848,570.64	32		0.330	0.330
Future Environmental Liability																	
TEXPRIME		LGIP	TexPool Prime					50,066.54	100,000	50,066.54	50,066.54	100,000	50,066.54	1		0.166	0.166
31356GU8	04/17/12	AGCY CALL	FNMA	0.750	04/17/15	04/17/13	QRTLY	300,000.00	100,000	300,000.00	300,000.00	100,200	300,600.00	1,021	291	0.750	0.750
Total for Future Environmental Liability									350,066.54	350,066.54	350,066.54	100,171	350,666.54	875		0.667	0.667



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Williamson County
Detail of Security Holdings
As of 06/30/2012

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mtly Date	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mfity	Days to Call	YTM	YTW
General Fund																	
TEXPOOL		LGIP	TexPool					38,186.76	100.000	38,186.76	38,186.76	100.000	38,186.76	1		0.139	0.139
TEXPRIME		LGIP	TexPool Prime					17,894,092.58	100.000	17,894,092.58	17,894,092.58	100.000	17,894,092.58	1		0.166	0.166
8923GGQ3	10/28/11	CP - DISC	Toyota Mtr Cr		07/24/12			5,000,000.00	99.490	4,974,500.00	4,997,827.80	99.991	4,999,965.00	24		0.683	0.683
302AAQJ55	05/07/12	CP - DISC	FCAR Owner Trust		09/05/12			4,950,000.00	99.882	4,944,176.88	4,946,823.73	99.963	4,948,158.60	67		0.350	0.350
CD-6639	09/12/11	CD	Central Natl Bk CD	0.750	09/12/12			2,011,281.42	100.000	2,011,281.42	2,011,281.42	100.000	2,011,281.42	74		0.752	0.752
302AAQL94	02/16/12	CP - DISC	FCAR Owner Trust		11/09/12			5,000,000.00	99.540	4,977,008.33	4,988,719.45	99.897	4,994,865.00	132		0.623	0.623
302AAQJ81	06/12/12	CP - DISC	FCAR Owner Trust		03/08/13			5,000,000.00	99.559	4,977,956.94	4,979,513.90	99.616	4,980,825.00	251		0.593	0.593
CD-6815	03/21/12	CD-1AM	Central Natl Bk CD	0.600	03/21/13			500,000.00	100.000	500,000.00	500,000.00	100.000	500,000.00	284		0.600	0.600
31331KQK9	09/20/11	AGCY CALL	FFCB	0.570	07/05/13	07/05/12	CONT	3,000,000.00	100.167	3,005,010.00	3,000,070.38	100.000	3,000,000.00	370	5	0.476	0.358
3135GJFG3	01/19/12	AGCY CALL	FNMA	0.600	11/14/13	11/14/12	ONE TIME	5,000,000.00	100.266	5,013,300.00	5,005,999.95	100.080	5,004,000.00	502	137	0.453	0.275
313379MX4	06/19/12	AGCY CALL	FHLB	0.500	08/19/14	09/19/12	QRTLY	5,000,000.00	100.000	5,000,000.00	5,000,000.00	99.950	4,997,500.00	719	81	0.500	0.500
Total for General Fund									99.892	53,335,512.91	53,362,515.97	99.953	53,368,474.36	185		0.416	0.393
Northeast RR Road District																	
TEXPOOL		LGIP	TexPool					463,710.62	100.000	463,710.62	463,710.62	100.000	463,710.62	1		0.139	0.139
Total for Northeast RR Road District									100.000	463,710.62	463,710.62	100.000	463,710.62	1		0.139	0.139
Passthrough Toll Reimb																	
TEXSTAR		LGIP	TexSTAR					2,977,688.66	100.000	2,977,688.66	2,977,688.66	100.000	2,977,688.66	1		0.138	0.138
Total for Passthrough Toll Reimb									100.000	2,977,688.66	2,977,688.66	100.000	2,977,688.66	1		0.138	0.138
Pooled Funds																	
TEXPOOL		LGIP	TexPool					11,543,485.14	100.000	11,543,485.14	11,543,485.14	100.000	11,543,485.14	1		0.139	0.139
Total for Pooled Funds									100.000	11,543,485.14	11,543,485.14	100.000	11,543,485.14	1		0.139	0.139



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Williamson County
Detail of Security Holdings
As of 06/30/2012

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Date	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mty	Days to Call	YTM	YTW
Road and Bridge General																	
TEXPOOL		LGIP	TexPool					24,471.69	100.000	24,471.69	24,471.69	100.000	24,471.69	1		0.139	0.139
TEXPRIME		LGIP	TexPool Prime					7,872,268.37	100.000	7,872,268.37	7,872,268.37	100.000	7,872,268.37	1		0.166	0.166
3024A0KP9	01/27/12	CP - DISC	FCAR Owner Trust		10/23/12			5,000,000.00	99.513	4,975,625.00	4,989,708.35	99.923	4,996,165.00	115		0.653	0.653
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust		11/09/12			3,500,000.00	99.540	3,483,905.83	3,492,103.62	99.987	3,496,405.50	132		0.623	0.623
Total for Road and Bridge General								16,396,740.06	99.753	16,356,270.89	16,378,552.03	99.955	16,393,310.56	64		0.412	0.412
Southeast Road District																	
TEXPOOL		LGIP	TexPool					17,849.44	100.000	17,849.44	17,849.44	100.000	17,849.44	1		0.139	0.139
Total for Southeast Road District								17,849.44	100.000	17,849.44	17,849.44	100.000	17,849.44	1		0.139	0.139
Southwest Road District																	
TEXPOOL		LGIP	TexPool					879,975.32	100.000	879,975.32	879,975.32	100.000	879,975.32	1		0.139	0.139
Total for Southwest Road District								879,975.32	100.000	879,975.32	879,975.32	100.000	879,975.32	1		0.139	0.139
Tobacco Funds																	
TEXPOOL		LGIP	TexPool					8,412.59	100.000	8,412.59	8,412.59	100.000	8,412.59	1		0.139	0.139
TEXPRIME		LGIP	TexPool Prime					1,320,883.40	100.000	1,320,883.40	1,320,883.40	100.000	1,320,883.40	1		0.166	0.166
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust		11/09/12			1,500,000.00	99.540	1,493,102.50	1,496,615.84	99.897	1,498,459.50	132		0.623	0.623
CD-8753	09/15/11	CD	Union St Bk CD	0.850	03/15/13			1,004,887.39	100.000	1,004,887.39	1,004,887.39	100.000	1,004,887.39	258		0.649	0.649
Total for Tobacco Funds								3,634,183.38	99.820	3,627,285.88	3,630,799.22	99.960	3,632,642.88	120		0.471	0.471



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Williamson County
Detail of Security Holdings
As of 06/30/2012

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Data	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mty	Days to Call	YTM	YTW
Unlimited Tax Road Bonds - Series 2007																	
TEXPOOL		LGIP	TexPool					3,888,794.42	100.000	3,888,794.42	3,888,794.42	100.000	3,888,794.42	1		0.139	0.139
TEXPRIME		LGIP	TexPool Prime					36,474,004.03	100.000	36,474,004.03	36,474,004.03	100.000	36,474,004.03	1		0.166	0.166
89233GG34	10/07/11	CP - DISC	Toyota Mtr Cr		07/03/12			5,000,000.00	99.490	4,974,500.00	4,999,811.10	99.999	4,999,965.00	3		0.583	0.683
89233GGQ3	10/28/11	CP - DISC	Toyota Mtr Cr		07/24/12			5,000,000.00	99.490	4,974,500.00	4,997,827.80	99.991	4,999,585.00	24		0.583	0.683
3024A0HY6	12/06/11	CP - DISC	FCAR Owner Trust		08/31/12			3,000,000.00	99.537	2,986,101.67	2,986,848.32	99.966	2,998,968.00	62		0.623	0.623
3024A0KG9	01/20/12	CP - DISC	FCAR Owner Trust		10/16/12			10,000,000.00	99.513	9,951,250.00	9,980,680.60	99.928	9,992,800.00	108		0.653	0.653
36959HLE2	05/17/12	CP - DISC	GE Capital Corp		11/15/12			10,000,000.00	99.838	9,983,822.22	9,987,822.20	99.885	9,988,500.00	138		0.321	0.321
89233GNN2	04/27/12	CP - DISC	Toyota Mtr Cr		01/22/13			5,000,000.00	99.550	4,977,500.00	4,982,916.85	99.805	4,980,270.00	206		0.603	0.603
89233GP83	05/14/12	CP - DISC	Toyota Mtr Cr		02/08/13			7,000,000.00	99.550	6,968,500.00	6,974,100.00	99.765	6,983,522.00	223		0.603	0.603
CD-6442-1	03/18/12	CD-HAM	Central Natl Bk CD	0.750	03/18/13			3,022,623.29	100.000	3,022,623.29	3,022,623.29	100.000	3,022,623.29	261		0.750	0.750
31331KQK9	09/20/11	AGCY CALL	FFCB	0.570	07/05/13	07/05/12	CONT	5,000,000.00	100.167	5,008,350.00	5,000,117.30	100.000	5,000,000.00	370	5	0.476	0.358
3134G2SD6	07/26/11	AGCY STEP	FHLMC	0.400	07/26/13	07/26/12	ONE TIME	10,700,000.00	100.000	10,700,000.00	10,700,000.00	100.000	10,700,000.00	391	26	0.699	0.400
3135G0EU3	10/25/11	AGCY CALL	FNMA	0.625	10/25/13	10/25/12	QRTLY	10,000,000.00	100.000	10,000,000.00	10,000,000.00	100.080	10,008,000.00	482	117	0.625	0.625
Total for Unlimited Tax Road Bonds - Series 2007									99.846	113,909,945.63	114,005,545.71	99.966	114,047,011.74	149		0.444	0.411
Total for Williamson County																	
									99.886	256,391,300.76	256,542,098.38	99.969	256,608,762.99	116		0.380	0.360



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Williamson County
Change in Value
From 03/31/2012 to 06/30/2012

CUSIP	Security Type	Security Description	03/31/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	06/30/12 Book Value	03/31/12 Market Value	06/30/12 Market Value	Change in Mkt Value
07 Park Limited -06											
TEXPRIME	LGIP	TexPool Prime	2,787,198.84	368.62	(91,283.62)	0.00	0.00	2,696,283.84	2,787,198.84	2,696,283.84	(90,915.00)
Total for 07 Park Limited -06			2,787,198.84	368.62	(91,283.62)	0.00	0.00	2,696,283.84	2,787,198.84	2,696,283.84	(90,915.00)
2008 TAN-COMPASS											
TEXPOOL	LGIP	TexPool	97,362.84	30.32	0.00	0.00	0.00	97,393.16	97,362.84	97,393.16	30.32
TEXPRIME	LGIP	TexPool Prime	4,549,835.85	561.67	(1,426,851.51)	0.00	0.00	3,123,546.01	4,549,835.85	3,123,546.01	(1,426,289.84)
Total for 2008 TAN-COMPASS			4,647,198.69	591.99	(1,426,851.51)	0.00	0.00	3,220,939.17	4,647,198.69	3,220,939.17	(1,426,259.52)
2009 Parks Limited											
TEXSTAR	LGIP	TexSTAR	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total for 2009 Parks Limited			0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
CC Records Archive											
CD-2238	CD	Union St BK CD 0.500 09/12/12	500,000.00	756.25	0.00	0.00	0.00	500,756.25	500,000.00	500,756.25	756.25
CD-5733	CD	Union St BK CD 0.400 09/12/12	500,997.76	505.11	0.00	0.00	0.00	501,502.87	500,997.76	501,502.87	505.11
Total for CC Records Archive			1,000,997.76	1,261.36	0.00	0.00	0.00	1,002,259.12	1,000,997.76	1,002,259.12	1,261.36
Combination Tax & Revenue Series 2006 CO											
TEXPRIME	LGIP	TexPool Prime	17,714,057.86	0.00	(2,984,282.55)	0.00	0.00	14,729,775.31	17,714,057.86	14,729,775.31	(2,984,282.55)
Total for Combination Tax & Revenue Series 2006 CO			17,714,057.86	0.00	(2,984,282.55)	0.00	0.00	14,729,775.31	17,714,057.86	14,729,775.31	(2,984,282.55)



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Williamson County
Change in Value
From 03/31/2012 to 06/30/2012

CUSIP	Security Type	Security Description	03/31/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	06/30/12 Book Value	03/31/12 Market Value	06/30/12 Market Value	Change in Mkt Value
COs and Bonds											
TEXPOOL	LGIP	TexPool	2,048.40	0.85	0.00	0.00	0.00	2,048.25	2,048.40	2,049.25	0.85
TEXPRIME	LGIP	TexPool Prime	2,176,991.85	248.17	(437,523.19)	0.00	0.00	1,739,716.83	2,176,991.85	1,739,716.83	(437,275.02)
TEXTAR	LGIP	TexSTAR	155,785.33	48.56	0.00	0.00	0.00	155,833.89	155,785.33	155,833.89	48.56
Total for COs and Bonds			2,334,825.58	297.58	(437,523.19)	0.00	0.00	1,897,599.97	2,334,825.58	1,897,599.97	(437,225.61)
County Benefits Program											
TEXPOOL	LGIP	TexPool	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
TEXPRIME	LGIP	TexPool Prime	935,652.71	470,150.50	(65,283.53)	0.00	0.00	1,340,519.68	935,652.71	1,340,519.68	404,866.97
Total for County Benefits Program			935,652.71	470,150.50	(65,283.53)	0.00	0.00	1,340,519.68	935,652.71	1,340,519.68	404,866.97
Debt Service Fund											
TEXPOOL	LGIP	TexPool	485,024.29	151.22	0.00	0.00	0.00	485,175.51	485,024.29	485,175.51	151.22
TEXPRIME	LGIP	TexPool Prime	10,816,919.16	9,003,979.22	(2,984,396.56)	0.00	0.00	16,836,501.82	10,816,919.16	16,836,501.82	6,019,582.66
CD-8157	CD	Union St BK CD 0.800 07/29/12	7,522,702.15	11,253.16	0.00	0.00	0.00	7,533,955.31	7,522,702.15	7,533,955.31	11,253.16
89233GP83	CP - DISC	Toyota Mtr Cr 0.000 02/08/13	0.00	2,986,500.00	0.00	2,400.00	0.00	2,988,900.00	0.00	2,992,938.00	2,992,938.00
Total for Debt Service Fund			18,824,645.60	12,001,883.60	(2,984,396.56)	2,400.00	0.00	27,844,532.64	18,824,645.60	27,848,570.64	9,023,925.04
Future Environmental Liability											
TEXPRIME	LGIP	TexPool Prime	300,030.71	13.01	(249,977.18)	0.00	0.00	50,086.54	300,030.71	50,086.54	(249,984.17)
3135GJ08	AGCY CALL	FNMA 0.750 04/17/15	0.00	300,000.00	0.00	0.00	0.00	300,000.00	0.00	300,800.00	300,800.00
Total for Future Environmental Liability			300,030.71	300,013.01	(249,977.18)	0.00	0.00	350,086.54	300,030.71	350,886.54	50,855.83



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Change in Value

From 03/31/2012 to 06/30/2012

CUSIP	Security Type	Security Description	03/31/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	06/30/12 Book Value	03/31/12 Market Value	06/30/12 Market Value	Change in Mkt Value
General Fund											
TEXPOOL	LGIP	TexPool	38,155.60	31.16	0.00	0.00	0.00	38,186.76	38,155.60	38,186.76	31.16
TEXPRIME	LGIP	TexPool Prime	58,057,773.98	0.00	(40,163,681.40)	0.00	0.00	17,894,092.58	58,057,773.98	17,894,092.58	(40,163,681.40)
3024A0E76	CP - DISC	FCAR Owner Trust 0.000 05/07/12	4,997,250.00	0.00	(5,000,000.00)	2,750.00	0.00	0.00	4,999,485.00	0.00	(4,999,485.00)
89233GGQ3	CP - DISC	Toyota Mtr Cr 0.000 07/24/12	4,999,233.35	0.00	0.00	8,594.45	0.00	4,997,827.80	4,999,485.00	4,999,565.00	3,980.00
3024A0J55	CP - DISC	FCAR Owner Trust 0.000 09/05/12	0.00	4,944,176.88	0.00	2,646.85	0.00	4,946,823.73	0.00	4,948,158.60	4,948,158.60
CD-6639	CD	Central Natl Bk CD 0.750 09/12/12	2,007,486.44	3,794.98	0.00	0.00	0.00	2,011,281.42	2,007,486.44	2,011,281.42	3,794.98
3024A0J94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	4,980,883.35	0.00	0.00	7,836.10	0.00	4,988,719.45	4,986,135.00	4,994,865.00	8,730.00
3024A0Q81	CP - DISC	FCAR Owner Trust 0.000 03/08/13	0.00	4,977,956.94	0.00	1,556.96	0.00	4,979,513.90	0.00	4,980,825.00	4,980,825.00
CD-6815	CD-1AM	Central Natl Bk CD 0.600 03/21/13	500,000.00	0.00	0.00	0.00	0.00	500,000.00	500,000.00	500,000.00	0.00
31331KQK9	AGCY CALL	FFCB 0.570 07/05/13	3,001,553.90	0.00	0.00	(1,583.52)	0.00	3,000,070.38	3,001,500.00	3,000,000.00	(1,500.00)
3135GDFG3	AGCY CALL	FNMA 0.600 11/14/13	5,010,057.05	0.00	0.00	(4,057.10)	0.00	5,005,999.95	5,004,000.00	5,004,000.00	0.00
313379MX4	AGCY CALL	FHLB 0.500 06/19/14	0.00	5,000,000.00	0.00	0.00	0.00	5,000,000.00	0.00	4,997,500.00	4,997,500.00
Total for General Fund			63,582,493.67	14,925,959.96	(45,163,681.40)	17,743.74	0.00	53,362,515.97	83,590,021.02	53,368,474.36	(30,221,546.66)
Northeast RR Road District											
TEXPOOL	LGIP	TexPool	463,566.07	144.55	0.00	0.00	0.00	463,710.62	463,566.07	463,710.62	144.55
Total for Northeast RR Road District			463,566.07	144.55	0.00	0.00	0.00	463,710.62	463,566.07	463,710.62	144.55
Pass Toll Series 2009											
TEXPRIME	LGIP	TexPool Prime	8,767.74	0.00	(8,767.74)	0.00	0.00	0.00	8,767.74	0.00	(8,767.74)
Total for Pass Toll Series 2009			8,767.74	0.00	(8,767.74)	0.00	0.00	0.00	8,767.74	0.00	(8,767.74)
Passthrough Toll Reimb											
LOGIC	LGIP	LOGIC	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
TEXSTAR	LGIP	TexSTAR	677,318.81	2,300,369.85	0.00	0.00	0.00	2,977,688.66	677,318.81	2,977,688.66	2,300,369.85
Total for Passthrough Toll Reimb			677,318.81	2,300,369.85	0.00	0.00	0.00	2,977,688.66	677,318.81	2,977,688.66	2,300,369.85



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Change in Value
From 03/31/2012 to 06/30/2012

CUSIP	Security Type	Security Description	03/31/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	06/30/12 Book Value	03/31/12 Market Value	06/30/12 Market Value	Change in Mkt Value
Pooled Funds											
TEXPOOL	LGIP	TexPool	8,923,073.78	2,620,411.36	0.00	0.00	0.00	11,543,485.14	8,923,073.78	11,543,485.14	2,620,411.36
Total for Pooled Funds			8,923,073.78	2,620,411.36	0.00	0.00	0.00	11,543,485.14	8,923,073.78	11,543,485.14	2,620,411.36
Road and Bridge General											
TEXPOOL	LGIP	TexPool	24,464.08	7.61	0.00	0.00	0.00	24,471.69	24,464.08	24,471.69	7.61
TEXPRIME	LGIP	TexPool Prime	7,369,581.61	1,001,877.50	(498,190.74)	0.00	0.00	7,872,268.37	7,369,581.61	7,872,268.37	502,686.76
36959HDR5	CP - DISC	GE Capital Corp 0.000 04/25/12	2,999,240.01	0.00	(3,000,000.00)	759.99	0.00	0.00	2,999,793.00	0.00	(2,999,793.00)
3024A0KP9	CP - DISC	FCAR Owner Trust 0.000 10/23/12	4,981,493.05	0.00	0.00	8,215.30	0.00	4,989,708.35	4,987,985.00	4,986,165.00	8,180.00
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	3,486,618.35	0.00	0.00	5,485.27	0.00	3,492,103.62	3,489,594.50	3,496,405.50	6,811.00
Total for Road and Bridge General			19,861,397.10	1,001,885.11	(3,499,190.74)	14,460.56	0.00	16,378,552.03	19,871,416.19	16,389,310.56	(2,482,107.63)
Southeast Road District											
TEXPOOL	LGIP	TexPool	17,843.81	5.63	0.00	0.00	0.00	17,849.44	17,843.81	17,849.44	5.63
Total for Southeast Road District			17,843.81	5.63	0.00	0.00	0.00	17,849.44	17,843.81	17,849.44	5.63
Southwest Road District											
TEXPOOL	LGIP	TexPool	879,701.08	274.24	0.00	0.00	0.00	879,975.32	879,701.08	879,975.32	274.24
Total for Southwest Road District			879,701.08	274.24	0.00	0.00	0.00	879,975.32	879,701.08	879,975.32	274.24
Tobacco Funds											
TEXPOOL	LGIP	TexPool	8,409.91	2.68	0.00	0.00	0.00	8,412.59	8,409.91	8,412.59	2.68
TEXPRIME	LGIP	TexPool Prime	1,320,389.07	494.33	0.00	0.00	0.00	1,320,883.40	1,320,389.07	1,320,883.40	494.33
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	1,494,265.01	0.00	0.00	2,350.83	0.00	1,496,615.84	1,495,540.50	1,498,459.50	2,919.00
CD-8753	CD	Union St Bk CD 0.850 03/15/13	1,003,243.72	1,643.67	0.00	0.00	0.00	1,004,887.39	1,003,243.72	1,004,887.39	1,643.67
Total for Tobacco Funds			3,826,307.71	2,140.68	0.00	2,350.83	0.00	3,830,799.22	3,827,583.20	3,832,642.88	5,059.68



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CUSIP	Security Type	Security Description	03/31/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	06/30/12 Book Value	03/31/12 Market Value	06/30/12 Market Value	Change in Mkt Value
Unlimited Tax Road Bonds - Series 2007											
TEXPOOL	LGIP	TexPool	5,382,378.31	936.91	(1,494,520.80)	0.00	0.00	3,888,794.42	5,382,378.31	3,888,794.42	(1,493,583.89)
TEXPRIME	LGIP	TexPool Prime	58,576,163.68	0.00	(22,102,159.65)	0.00	0.00	36,474,004.03	58,576,163.68	36,474,004.03	(22,102,159.65)
36959HDR5	CP - DISC	GE Capital Corp 0.000 04/25/12	4,999,733.35	0.00	(5,000,000.00)	1,286.65	0.00	0.00	4,999,655.00	0.00	(4,999,655.00)
89233GG34	CP - DISC	Toyota Mtr Cr 0.000 07/03/12	4,991,216.65	0.00	0.00	8,594.45	0.00	4,999,811.10	4,997,130.00	4,999,985.00	2,855.00
89233GG03	CP - DISC	Toyota Mtr Cr 0.000 07/24/12	4,988,233.35	0.00	0.00	8,594.45	0.00	4,997,827.80	4,996,465.00	4,999,565.00	3,080.00
3024A0H1X6	CP - DISC	FCAR Owner Trust 0.000 08/31/12	2,992,146.66	0.00	0.00	4,701.66	0.00	2,998,848.32	2,995,539.00	2,998,968.00	3,429.00
3024A0K0G9	CP - DISC	FCAR Owner Trust 0.000 10/16/12	9,984,250.00	0.00	0.00	16,430.60	0.00	9,990,680.60	9,976,780.00	9,992,800.00	16,020.00
36959HLE2	CP - DISC	GE Capital Corp 0.000 11/15/12	0.00	9,983,822.22	0.00	3,999.98	0.00	9,987,822.20	0.00	9,988,500.00	9,988,500.00
89233GNN2	CP - DISC	Toyota Mtr Cr 0.000 01/22/13	0.00	4,977,500.00	0.00	5,416.65	0.00	4,982,916.65	0.00	4,990,270.00	4,990,270.00
89233GP83	CP - DISC	Toyota Mtr Cr 0.000 02/08/13	0.00	6,968,500.00	0.00	5,600.00	0.00	6,974,100.00	0.00	6,983,522.00	6,983,522.00
CD-6442-1	CD-IAM	Central Natl Bk CD 0.750 03/18/13	3,022,623.29	0.00	0.00	0.00	0.00	3,022,623.29	3,022,623.29	3,022,623.29	0.00
31331K0K9	AGCY CALL	FFCB 0.570 07/05/13	5,002,756.50	0.00	0.00	(2,639.20)	0.00	5,000,117.30	5,002,500.00	5,000,000.00	(2,500.00)
3134G2S06	AGCY STEP	FHLMC 0.400 07/26/13	10,700,000.00	0.00	0.00	0.00	0.00	10,700,000.00	10,700,000.00	10,700,000.00	0.00
3134G2S86	AGCY CALL	FHLMC 0.500 10/18/13	4,992,834.80	0.00	(5,000,000.00)	7,165.20	0.00	0.00	5,000,500.00	0.00	(5,000,500.00)
3135G0E0U3	AGCY CALL	FNMA 0.625 10/25/13	10,000,000.00	0.00	0.00	0.00	0.00	10,000,000.00	10,000,000.00	10,000,000.00	(1,000.00)
Total for Unlimited Tax Road Bonds - Series 2007			125,612,336.59	21,930,759.13	(33,596,680.45)	59,130.44	0.00	114,005,545.71	125,658,754.28	114,047,011.74	(11,611,742.54)
Total for Williamson County			291,397,414.11	55,556,517.17	(90,507,918.47)	96,085.57	0.00	256,542,098.38	291,462,655.73	256,806,762.99	(34,855,892.74)

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prem Amort	Net Income
07 Park Limited -06									
TEXPRIME	LGIP	TexPool Prime	0.00	1,022.83	1,022.83	0.00	0.00	0.00	1,022.83
Total for 07 Park Limited -06			0.00	1,022.83	1,022.83	0.00	0.00	0.00	1,022.83
2008 TAN-COMPASS									
TEXPOOL	LGIP	TexPool	0.00	30.32	30.32	0.00	0.00	0.00	30.32
TEXPRIME	LGIP	TexPool Prime	0.00	1,569.21	1,569.21	0.00	0.00	0.00	1,569.21
Total for 2008 TAN-COMPASS			0.00	1,599.53	1,599.53	0.00	0.00	0.00	1,599.53
2009 Parks Limited									
Total for 2009 Parks Limited									
CC Records Archive			0.00	0.00	0.00	0.00	0.00	0.00	0.00
CD-2238	CD	Union St Bk CD 0.600 09/12/12	163.93	748.29	756.25	0.00	155.97	0.00	748.29
CD-5733	CD	Union St Bk CD 0.400 09/12/12	109.81	499.72	505.11	0.00	104.42	0.00	499.72
Total for CC Records Archive			273.74	1,248.01	1,261.36	0.00	260.39	0.00	1,248.01
Combination Tax & Revenue Series 2006 CO									
TEXPRIME	LGIP	TexPool Prime	0.00	6,194.29	6,194.29	0.00	0.00	0.00	6,194.29
Total for Combination Tax & Revenue Series 2006 CO			0.00	6,194.29	6,194.29	0.00	0.00	0.00	6,194.29
COs and Bonds									
TEXPOOL	LGIP	TexPool	0.00	0.85	0.85	0.00	0.00	0.00	0.85
TEXPRIME	LGIP	TexPool Prime	0.00	751.55	751.55	0.00	0.00	0.00	751.55
TEXSTAR	LGIP	TexSTAR	0.00	48.56	48.56	0.00	0.00	0.00	48.56
Total for COs and Bonds			0.00	800.96	800.96	0.00	0.00	0.00	800.96

CUSIP	Security Type	Security Description	Bag. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prem Amort	Net Income
County Benefits Program									
TEXPRIME	LGIP	TexPool Prime	0.00	603.54	603.54	0.00	0.00	0.00	603.54
Total for County Benefits Program			0.00	603.54	603.54	0.00	0.00	0.00	603.54
Debt Service Fund									
TEXPOOL	LGIP	TexPool	0.00	151.22	151.22	0.00	0.00	0.00	151.22
TEXPRIME	LGIP	TexPool Prime	0.00	6,082.66	6,082.66	0.00	0.00	0.00	6,082.66
CD-8157	CD	Union St BK CD 0.600 07/29/12	7,790.63	11,264.82	11,253.16	0.00	7,802.29	0.00	11,264.82
89233GP83	CP - DISC	Toyota Mtr Cr 0.000 02/08/13	0.00	0.00	0.00	0.00	0.00	2,400.00	2,400.00
Total for Debt Service Fund			7,790.63	17,498.70	17,467.04	0.00	7,802.29	2,400.00	19,896.70
Future Environmental Liability									
TEXPRIME	LGIP	TexPool Prime	0.00	35.83	35.83	0.00	0.00	0.00	35.83
3135G0J08	AGCY CALL	FNMA 0.750 04/17/15	0.00	462.50	0.00	0.00	462.50	0.00	462.50
Total for Future Environmental Liability			0.00	498.33	35.83	0.00	462.50	0.00	498.33



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Earned Income
From 03/31/2012 to 06/30/2012

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prin Amort	Net Income
General Fund									
TEXPOOL	LGIP	TexPool	0.00	11.87	11.87	0.00	0.00	0.00	11.87
TEXPRIME	LGIP	TexPool Prime	0.00	14,275.54	14,275.54	0.00	0.00	0.00	14,275.54
3024A0E76	CP - DISC	FCAR Owner Trust 0.000 05/07/12	0.00	0.00	0.00	0.00	0.00	2,750.00	2,750.00
89233GGQ3	CP - DISC	Toyota Mtr Cr 0.000 07/24/12	0.00	0.00	0.00	0.00	0.00	8,594.45	8,594.45
3024A0J55	CP - DISC	FCAR Owner Trust 0.000 09/05/12	0.00	0.00	0.00	0.00	0.00	2,646.85	2,646.85
CD-6839	CD	Central Natl Bk CD 0.750 09/12/12	824.59	3,755.22	3,794.98	0.00	785.23	0.00	3,755.22
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	0.00	0.00	0.00	0.00	0.00	7,836.10	7,836.10
3024A0Q81	CP - DISC	FCAR Owner Trust 0.000 03/08/13	0.00	0.00	0.00	0.00	0.00	1,556.96	1,556.96
CD-6815	CD-IAM	Central Natl Bk CD 0.600 03/21/13	90.16	745.91	0.00	0.00	836.07	0.00	745.91
31331KQK9	AGCY CALL	FFCB 0.570 07/05/13	4,085.00	4,275.00	0.00	0.00	8,360.00	(1,583.52)	2,681.48
3135GFG3	AGCY CALL	FINMA 0.600 11/14/13	11,416.57	7,500.00	15,000.00	0.00	3,916.67	(4,057.10)	3,442.90
313379MX4	AGCY CALL	FHLB 0.500 06/19/14	0.00	833.33	0.00	0.00	833.33	0.00	833.33
Total for General Fund			16,416.62	31,396.87	33,082.39	0.00	14,731.30	17,743.74	49,140.61
Northeast RR Road District									
TEXPOOL	LGIP	TexPool	0.00	144.55	144.55	0.00	0.00	0.00	144.55
Total for Northeast RR Road District			0.00	144.55	144.55	0.00	0.00	0.00	144.55
Pass Toll Series 2009									
TEXPRIME	LGIP	TexPool Prime	0.00	0.08	0.08	0.00	0.00	0.00	0.08
Total for Pass Toll Series 2009			0.00	0.08	0.08	0.00	0.00	0.00	0.08
Passthrough Toll Reimb									
TEXSTAR	LGIP	TexSTAR	0.00	369.85	369.85	0.00	0.00	0.00	369.85
Total for Passthrough Toll Reimb			0.00	369.85	369.85	0.00	0.00	0.00	369.85

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prem Amort	Net Income
Pooled Funds									
TEXPOOL	LGIP	TexPool	0.00	3,318.04	3,318.04	0.00	0.00	0.00	3,318.04
Total for Pooled Funds			0.00	3,318.04	3,318.04	0.00	0.00	0.00	3,318.04
Road and Bridge General									
TEXPOOL	LGIP	TexPool	0.00	7.61	7.61	0.00	0.00	0.00	7.61
TEXPRIME	LGIP	TexPool Prime	0.00	2,686.76	2,686.76	0.00	0.00	0.00	2,686.76
36959HDR5	CP - DISC	GE Capital Corp 0.000 04/25/12	0.00	0.00	0.00	0.00	0.00	759.99	759.99
3024A0KP8	CP - DISC	FCAR Owner Trust 0.000 10/23/12	0.00	0.00	0.00	0.00	0.00	8,215.30	8,215.30
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	0.00	0.00	0.00	0.00	0.00	5,485.27	5,485.27
Total for Road and Bridge General			0.00	2,694.37	2,694.37	0.00	0.00	14,460.56	17,154.93
Southeast Road District									
TEXPOOL	LGIP	TexPool	0.00	5.63	5.63	0.00	0.00	0.00	5.63
Total for Southeast Road District			0.00	5.63	5.63	0.00	0.00	0.00	5.63
Southwest Road District									
TEXPOOL	LGIP	TexPool	0.00	274.24	274.24	0.00	0.00	0.00	274.24
Total for Southwest Road District			0.00	274.24	274.24	0.00	0.00	0.00	274.24
Tobacco Funds									
TEXPOOL	LGIP	TexPool	0.00	2.68	2.68	0.00	0.00	0.00	2.68
TEXPRIME	LGIP	TexPool Prime	0.00	494.33	494.33	0.00	0.00	0.00	494.33
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	0.00	0.00	0.00	0.00	0.00	2,350.83	2,350.83
CD-8753	CD	Union St BK CD 0.650 03/15/13	303.72	1,626.27	1,643.67	0.00	286.32	0.00	1,626.27
Total for Tobacco Funds			303.72	2,123.28	2,140.68	0.00	286.32	2,350.83	4,474.11



FirstSouthwest
A PlainsCapital Company.

Williamson County
Earned Income
From 03/31/2012 to 06/30/2012

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prain Amort	Net Income
Unlimited Tax Road Bonds - Series 2007									
TEXPOOL	LGIP	TexPool	0.00	1,422.51	1,422.51	0.00	0.00	0.00	1,422.51
TEXPRIME	LGIP	TexPool Prime	0.00	17,648.86	17,648.86	0.00	0.00	0.00	17,648.86
36859HDR5	CP - DISC	GE Capital Corp 0.000 04/25/12	0.00	0.00	0.00	0.00	0.00	1,266.65	1,266.65
89233GG34	CP - DISC	Toyota Mtr Cr 0.000 07/03/12	0.00	0.00	0.00	0.00	0.00	8,594.45	8,594.45
89233GGQ3	CP - DISC	Toyota Mtr Cr 0.000 07/24/12	0.00	0.00	0.00	0.00	0.00	8,594.45	8,594.45
3024A0HX6	CP - DISC	FCAR Owner Trust 0.000 08/31/12	0.00	0.00	0.00	0.00	0.00	4,701.66	4,701.66
3024A0KG9	CP - DISC	FCAR Owner Trust 0.000 10/16/12	0.00	0.00	0.00	0.00	0.00	16,430.60	16,430.60
36859HLF2	CP - DISC	GE Capital Corp 0.000 11/15/12	0.00	0.00	0.00	0.00	0.00	3,999.98	3,999.98
89233GNM2	CP - DISC	Toyota Mtr Cr 0.000 01/22/13	0.00	0.00	0.00	0.00	0.00	5,416.65	5,416.65
89233GP83	CP - DISC	Toyota Mtr Cr 0.000 02/08/13	0.00	0.00	0.00	0.00	0.00	5,600.00	5,600.00
CD-8442-1	CD-IAM	Central Nat'l Bk CD 0.750 03/18/13	991.02	5,636.45	0.00	0.00	6,627.47	0.00	5,636.45
31331KQK9	AGCY CALL	FFCB 0.570 07/05/13	6,808.33	7,125.00	0.00	0.00	13,933.33	(2,639.20)	4,485.80
3134G2S06	AGCY STEP	FHLMC 0.400 07/26/13	7,727.78	10,700.00	0.00	0.00	18,427.78	0.00	10,700.00
3134G2S86	AGCY CALL	FHLMC 0.500 10/18/13	11,319.44	1,180.56	12,500.00	0.00	0.00	7,165.20	8,345.76
3135G0EU3	AGCY CALL	FNMA 0.625 10/25/13	27,083.33	15,625.00	31,250.00	0.00	11,458.33	0.00	15,625.00
Total for Unlimited Tax Road Bonds - Series 2007			53,929.90	59,338.38	62,821.37	0.00	50,446.91	59,130.44	110,468.62
Total for Williamson County									
			78,714.81	129,131.48	133,856.58	0.00	73,989.71	96,085.57	225,217.05

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Mty Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
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CC Records Archive

Income Payments

06/11/12	06/12/12	CD-5733	CD	Union St Bk CD	0.400	09/12/12				0.00	505.11	505.11			
06/19/12	06/12/12	CD-2238	CD	Union St Bk CD	0.600	09/12/12				0.00	756.25	756.25			

Total for: Income Payments

										0.00	1,261.36	1,261.36			
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Capitalized Interest

06/11/12	06/11/12	CD-5733	CD	Union St Bk CD	0.400	09/12/12		505.11	100.000	505.11	0.00	505.11			
06/19/12	06/19/12	CD-2238	CD	Union St Bk CD	0.600	09/12/12		756.25	100.000	756.25	0.00	756.25			

Total for: Capitalized Interest

								1,261.36		1,261.36	0.00	1,261.36			
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Debt Service Fund

Purchases

05/11/12	05/14/12	892333P83	CP - DISC	Toyota Mtr Cr		02/08/13		3,000,000.00	99.550	2,986,500.00	0.00	2,986,500.00		0.603	0.603
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Total for: Purchases

								3,000,000.00		2,986,500.00	0.00	2,986,500.00		0.603	0.603
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Income Payments

04/28/12	04/29/12	CD-8157	CD	Union St Bk CD	0.600	07/29/12				0.00	11,253.16	11,253.16			
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Total for: Income Payments

										0.00	11,253.16	11,253.16			
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Capitalized Interest

04/28/12	04/28/12	CD-8157	CD	Union St Bk CD	0.600	07/29/12		11,253.16	100.000	11,253.16	0.00	11,253.16			
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Total for: Capitalized Interest

								11,253.16		11,253.16	0.00	11,253.16			
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FirstSouthwest
A PlainsCapital Company

Williamson County
Investment Transactions
From 04/01/2012 to 06/30/2012

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Mty Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
Future Environmental Liability															
Purchases															
04/09/12	04/17/12	3135G0J08	AGCY CALL	FNMA	0.750	04/17/15	04/17/13	300,000.00	100.000	300,000.00	0.00	300,000.00		0.750	0.750
Total for: Purchases															
General Fund															
Maturities															
05/07/12	05/07/12	3024A0E76	CP - DISC	FCAR Owner Trust		05/07/12		5,000,000.00	100.000	5,000,000.00	0.00	5,000,000.00		0.552	
Total for: Maturities															
Purchases															
05/07/12	05/07/12	3024A0J55	CP - DISC	FCAR Owner Trust		09/05/12		4,950,000.00	99.882	4,944,176.88	0.00	4,944,176.88		0.350	0.350
05/21/12	06/19/12	313379MX4	AGCY CALL	FHLB	0.500	06/19/14	09/19/12	5,000,000.00	100.000	5,000,000.00	0.00	5,000,000.00		0.500	0.500
06/12/12	06/12/12	3024A0Q81	CP - DISC	FCAR Owner Trust		03/08/13		5,000,000.00	99.559	4,977,956.94	0.00	4,977,956.94		0.593	0.593
Total for: Purchases															
Income Payments															
05/14/12	05/14/12	3135G0FG3	AGCY CALL	FNMA	0.600	11/14/13				0.00	15,000.00	15,000.00		0.461	0.461
06/12/12	06/12/12	CD-8639	CD	Central Natl Bk CD	0.750	09/12/12				0.00	3,794.98	3,794.98			
Total for: Income Payments															
Capitalized Interest															
06/12/12	06/12/12	CD-8639	CD	Central Natl Bk CD	0.750	09/12/12		3,794.98	100.000	3,794.98	0.00	3,794.98			
Total for: Capitalized Interest															



FirstSouthwest
A PlainsCapital Company.

Williamson County
Investment Transactions
From 04/01/2012 to 06/30/2012

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Mty Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
Road and Bridge General															
Maturities															
04/25/12	04/25/12	36959HDR5	CP - DISC	GE Capital Corp		04/25/12		3,000,000.00	100.000	3,000,000.00	0.00	3,000,000.00		0.381	
Total for: Maturities															
Tobacco Funds															
Income Payments															
06/14/12	06/15/12	CD-8753	CD	Union St BK CD	0.650	03/15/13				0.00	1,643.67	1,643.67			
Total for: Income Payments															
Capitalized Interest															
06/14/12	06/14/12	CD-8753	CD	Union St BK CD	0.650	03/15/13		1,643.67	100.000	1,643.67	0.00	1,643.67			
Total for: Capitalized Interest															

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Mty Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
Unlimited Tax Road Bonds - Series 2007															
Calls															
04/18/12	04/18/12	3134G2S86	AGCY CALL	FHLMC	0.500	10/18/13	04/18/12	5,000,000.00	100.000	5,000,000.00	0.00	5,000,000.00		0.593	0.500
Total for: Calls															
								5,000,000.00		5,000,000.00	0.00	5,000,000.00	0.593	0.500	
Maturities															
04/25/12	04/25/12	36959HDR5	CP - DISC	GE Capital Corp		04/25/12		5,000,000.00	100.000	5,000,000.00	0.00	5,000,000.00		0.381	
Total for: Maturities															
								5,000,000.00		5,000,000.00	0.00	5,000,000.00	0.381		
Purchases															
04/24/12	04/27/12	89233GNN2	CP - DISC	Toyota Mtr Cr		01/22/13		5,000,000.00	99.550	4,977,500.00	0.00	4,977,500.00		0.603	0.603
05/11/12	05/14/12	89233GP83	CP - DISC	Toyota Mtr Cr		02/08/13		7,000,000.00	99.550	6,968,500.00	0.00	6,968,500.00		0.603	0.603
05/16/12	05/17/12	36959HLF2	CP - DISC	GE Capital Corp		11/15/12		10,000,000.00	99.838	9,983,822.22	0.00	9,983,822.22		0.321	0.321
Total for: Purchases															
								22,000,000.00		21,929,822.22	0.00	21,929,822.22	0.474	0.474	
Income Payments															
04/18/12	04/18/12	3134G2S86	AGCY CALL	FHLMC	0.500	10/18/13				0.00	12,500.00	12,500.00			
04/25/12	04/25/12	3135G0EU3	AGCY CALL	FNMA	0.625	10/25/13				0.00	31,250.00	31,250.00			
Total for: Income Payments															
										0.00	43,750.00	43,750.00			



FirstSouthwest
A PlainsCapital Company

Williamson County
Investment Transactions
From 04/01/2012 to 06/30/2012

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Maturity Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
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Total for All Portfolios

Transaction Type	Quantity	Total Amount	Realized G/L	YTM	YTW
Total Calls	5,000,000.00	5,000,000.00		0.593	0.500
Total Maturities	13,000,000.00	13,000,000.00		0.447	
Total Purchases	40,250,000.00	40,138,456.04		0.489	0.489
Total Income Payments	0.00	76,703.17			
Total Capitalized Interest	17,953.17	17,953.17			



FirstSouthwest
A PlainsCapital Company.

Williamson County
Amortization and Accretion
From 03/31/2012 to 06/30/2012

CUSIP	Settle Date	Security Type	Security Description	Next Call Date	Purchase Qty	Orig Price	Original Cost	Amrt/Accr for Period	Total Amrt/Accr Since Purch	Remaining Disc / Prem	Book Value
CC Records Archive											
CD-2238	03/12/12	CD	Union St Bk CD 0.600 09/12/12		500,756.25	100.000	500,756.25	0.00	0.00	0.00	500,756.25
CD-5733	09/12/11	CD	Union St Bk CD 0.400 09/12/12		501,502.87	100.000	501,502.87	0.00	0.00	0.00	501,502.87
Total for CC Records Archive					1,002,259.12		1,002,259.12	0.00	0.00	0.00	1,002,259.12
Debt Service Fund											
CD-8157	07/29/11	CD	Union St Bk CD 0.600 07/29/12		7,533,955.31	100.000	7,533,955.31	0.00	0.00	0.00	7,533,955.31
89233GP83	05/14/12	CP - DISC	Toyota Mtr Cr 0.000 02/08/13		3,000,000.00	98.550	2,986,500.00	2,400.00	2,400.00	11,100.00	2,988,900.00
Total for Debt Service Fund					10,533,955.31		10,520,455.31	2,400.00	2,400.00	11,100.00	10,522,855.31
Future Environmental Liability											
3135G0J08	04/17/12	AGCY CALL	FNMA 0.750 04/17/15	04/17/13	300,000.00	100.000	300,000.00	0.00	0.00	0.00	300,000.00
Total for Future Environmental Liability					300,000.00		300,000.00	0.00	0.00	0.00	300,000.00
General Fund											
3024A0E76	08/12/11	CP - DISC	FCAR Owner Trust 0.000 05/07/12		0.00	99.589	0.00	2,750.00	0.00	0.00	0.00
89233GQ03	10/28/11	CP - DISC	Toyota Mtr Cr 0.000 07/24/12		5,000,000.00	99.490	4,974,500.00	8,594.45	23,327.80	2,172.20	4,997,827.80
3024A0J65	05/07/12	CP - DISC	FCAR Owner Trust 0.000 09/05/12		4,950,000.00	99.882	4,944,176.88	2,646.85	2,646.85	3,176.27	4,946,823.73
CD-5639	09/12/11	CD	Central Natl Bk CD 0.750 09/12/12		2,011,281.42	100.000	2,011,281.42	0.00	0.00	0.00	2,011,281.42
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust 0.000 11/09/12		5,000,000.00	99.540	4,977,008.33	7,836.10	11,711.12	11,280.55	4,988,718.45
3024A0Q81	06/12/12	CP - DISC	FCAR Owner Trust 0.000 03/08/13		5,000,000.00	99.559	4,977,958.94	1,556.96	1,556.96	20,486.10	4,979,513.90
CD-5815	03/21/12	CD-IAM	Central Natl Bk CD 0.600 03/21/13		500,000.00	100.000	500,000.00	0.00	0.00	0.00	500,000.00
31331KQK9	09/20/11	AGCY CALL	FFCB 0.570 07/05/13	07/05/12	3,000,000.00	100.167	3,005,010.00	(1,583.52)	(4,939.62)	(70.38)	3,000,070.38
3135G0FG3	01/19/12	AGCY CALL	FNMA 0.600 11/14/13	11/14/12	5,000,000.00	100.266	5,013,300.00	(4,057.10)	(7,300.05)	(5,995.95)	5,005,995.95
313379MX4	06/19/12	AGCY CALL	FHLB 0.500 06/19/14	06/19/12	5,000,000.00	100.000	5,000,000.00	0.00	0.00	0.00	5,000,000.00
Total for General Fund					35,461,281.42		35,403,233.67	17,743.74	27,003.06	31,044.79	35,430,236.63

CUSIP	Settle Date	Security Type	Security Description	Next Call Date	Purchase Qty	Orig Price	Original Cost	Amnt/Accr for Period	Total Amnt/Accr Since Purch	Remaining Disc / Prem	Book Value
Road and Bridge General											
36959HDR5	10/28/11	CP - DISC	GE Capital Corp 0.000 04/25/12		0.00	99.810	0.00	759.99	0.00	0.00	0.00
3024A0KP9	01/27/12	CP - DISC	FCAR Owner Trust 0.000 10/23/12		5,000,000.00	99.513	4,975,625.00	8,215.30	14,083.35	10,291.65	4,989,708.35
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust 0.000 11/09/12		3,500,000.00	99.540	3,483,905.83	5,485.27	8,197.79	7,896.38	3,492,103.62
Total for Road and Bridge General							8,459,530.83	14,460.56	22,281.14	18,188.03	8,481,811.97
Tobacco Funds											
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust 0.000 11/09/12		1,500,000.00	99.540	1,493,102.50	2,350.83	3,513.34	3,384.16	1,496,615.84
CD-8753	09/15/11	CD	Union St BK CD 0.850 03/15/13		1,004,887.39	100.000	1,004,887.39	0.00	0.00	0.00	1,004,887.39
Total for Tobacco Funds							2,497,989.89	2,350.83	3,513.34	3,384.16	2,501,503.23
Unlimited Tax Road Bonds - Series 2007											
36959HDR5	10/28/11	CP - DISC	GE Capital Corp 0.000 04/25/12		0.00	99.810	0.00	1,266.65	0.00	0.00	0.00
89233GG34	10/07/11	CP - DISC	Toyota Mtr Cr 0.000 07/03/12		5,000,000.00	99.490	4,974,500.00	8,594.45	25,311.10	188.90	4,999,811.10
89233GGQ3	10/28/11	CP - DISC	Toyota Mtr Cr 0.000 07/24/12		5,000,000.00	99.490	4,974,500.00	8,594.45	23,327.80	2,172.20	4,997,827.80
3024A0HX6	12/06/11	CP - DISC	FCAR Owner Trust 0.000 08/31/12		3,000,000.00	99.537	2,986,101.67	4,701.66	10,746.65	3,151.68	2,996,948.32
3024A0KG9	01/20/12	CP - DISC	FCAR Owner Trust 0.000 10/16/12		10,000,000.00	99.513	9,951,250.00	16,430.60	29,430.60	19,319.40	9,980,680.60
36959HLE2	05/17/12	CP - DISC	GE Capital Corp 0.000 11/15/12		10,000,000.00	99.838	9,983,822.22	3,999.98	3,999.98	12,177.80	9,987,822.20
89233GNN2	04/27/12	CP - DISC	Toyota Mtr Cr 0.000 07/22/13		5,000,000.00	99.550	4,977,500.00	5,416.65	5,416.65	17,083.35	4,982,916.65
89233GP83	05/14/12	CP - DISC	Toyota Mtr Cr 0.000 02/08/13		7,000,000.00	99.550	6,968,500.00	5,600.00	5,600.00	25,900.00	6,974,100.00
CD-6442-1	03/18/12	CD-IAM	Central Natl BK CD 0.750 03/18/13		3,022,623.29	100.000	3,022,623.29	0.00	0.00	0.00	3,022,623.29
31331KOK9	09/20/11	AGCY CALL	FFCB 0.570 07/05/13	07/05/12	5,000,000.00	100.167	5,008,350.00	(2,639.20)	(8,232.70)	(117.30)	5,000,117.30
3134G2SQ6	07/26/11	AGCY STEP	FHLMC 0.400 07/26/13	07/26/12	10,700,000.00	100.000	10,700,000.00	0.00	0.00	0.00	10,700,000.00
3134G2S86	10/18/11	AGCY CALL	FHLMC 0.500 10/18/13		0.00	99.815	0.00	7,165.20	0.00	0.00	0.00
3135G0EU3	10/25/11	AGCY CALL	FNMA 0.825 10/25/13	10/25/12	10,000,000.00	100.000	10,000,000.00	0.00	0.00	0.00	10,000,000.00
Total for Unlimited Tax Road Bonds - Series 2007							73,723,623.29	59,130.44	95,600.08	79,876.03	73,642,747.26
Total for Williamson County							131,730,615.90	96,085.57	159,797.62	143,593.01	131,881,413.52



FirstSouthwest
A PlainsCapital Company

Williamson County
Projected Cash Flows
Cash Flows for next 180 days from 06/30/2012

CUSIP	Security Type	Security Description	Pay Date	Interest	Principal	Total Amount
CC Records Archive						
CD-2238	CD	Union St Bk CD 0.600 09/12/12	09/12/12	751.13	500,756.25	501,507.38
CD-5733	CD	Union St Bk CD 0.400 09/12/12	09/12/12	501.50	501,502.87	502,004.37
Total for CC Records Archive				1,252.63	1,002,259.12	1,003,511.75
Debt Service Fund						
CD-8157	CD	Union St Bk CD 0.600 07/29/12	07/29/12	11,300.93	7,533,955.31	7,545,256.24
Total for Debt Service Fund				11,300.93	7,533,955.31	7,545,256.24
Future Environmental Liability						
3135G0JU8	AGCY CALL	FNMA 0.750 04/17/15	10/17/12	1,125.00	0.00	1,125.00
Total for Future Environmental Liability				1,125.00	0.00	1,125.00
General Fund						
31331KOK9	AGCY CALL	FFCB 0.570 07/05/13	07/05/12	8,550.00	0.00	8,550.00
89233GGQ3	CP - DISC	Toyota Mtr Cr 0.000 07/24/12	07/24/12	0.00	5,000,000.00	5,000,000.00
3024A0J55	CP - DISC	FCAR Owner Trust 0.000 09/05/12	09/05/12	0.00	4,950,000.00	4,950,000.00
CD-6639	CD	Central Natl Bk CD 0.750 09/12/12	09/12/12	3,771.15	2,011,281.42	2,015,052.57
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	11/09/12	0.00	5,000,000.00	5,000,000.00
3135G0FG3	AGCY CALL	FNMA 0.600 11/14/13	11/14/12	15,000.00	5,000,000.00	5,015,000.00
313379MX4	AGCY CALL	FHLB 0.500 08/19/14	12/19/12	12,500.00	0.00	12,500.00
Total for General Fund				39,821.15	21,961,281.42	22,001,102.57
Road and Bridge General						
3024A0KP9	CP - DISC	FCAR Owner Trust 0.000 10/23/12	10/23/12	0.00	5,000,000.00	5,000,000.00
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	11/09/12	0.00	3,500,000.00	3,500,000.00
Total for Road and Bridge General				0.00	8,500,000.00	8,500,000.00

CUSIP	Security Type	Security Description	Pay Date	Interest	Principal	Total Amount
Tobacco Funds						
CD-8753	CD	Union St Bk CD 0.850 03/15/13	09/15/12	1,646.36	0.00	1,646.36
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	11/09/12	0.00	1,500,000.00	1,500,000.00
CD-8753	CD	Union St Bk CD 0.550 03/15/13	12/15/12	1,628.46	0.00	1,628.46
Total for Tobacco Funds				3,274.82	1,500,000.00	1,503,274.82
Unlimited Tax Road Bonds - Series 2007						
88233GG34	CP - DISC	Toyota Mtr Cr 0.000 07/03/12	07/03/12	0.00	5,000,000.00	5,000,000.00
31331KQK9	AGCY CALL	FFCB 0.570 07/05/13	07/05/12	14,250.00	0.00	14,250.00
88233GGQ3	CP - DISC	Toyota Mtr Cr 0.000 07/24/12	07/24/12	0.00	5,000,000.00	5,000,000.00
3134G2SQ8	AGCY STEP	FHLMC 0.400 07/28/13	07/28/12	21,400.00	0.00	21,400.00
3024A0HX6	CP - DISC	FCAR Owner Trust 0.000 08/31/12	08/31/12	0.00	3,000,000.00	3,000,000.00
3024A0KG9	CP - DISC	FCAR Owner Trust 0.000 10/16/12	10/16/12	0.00	10,000,000.00	10,000,000.00
3135G0EU3	AGCY CALL	FNMA 0.625 10/25/13	10/25/12	31,250.00	0.00	31,250.00
36959HLF2	CP - DISC	GE Capital Corp 0.000 11/15/12	11/15/12	0.00	10,000,000.00	10,000,000.00
Total for Unlimited Tax Road Bonds - Series 2007				66,900.00	33,000,000.00	33,066,900.00



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Williamson County
Projected Cash Flows
Cash Flows for next 180 days from 06/30/2012

CUSIP	Security Type	Security Description	Pay Date	Interest	Principal	Total Amount
Total for All Portfolios						
			July 2012	55,500.93	22,533,955.31	22,589,456.24
			August 2012	0.00	3,000,000.00	3,000,000.00
			September 2012	6,670.14	7,963,540.54	7,970,210.68
			October 2012	32,375.00	15,000,000.00	15,032,375.00
			November 2012	15,000.00	25,000,000.00	25,015,000.00
			December 2012	14,128.46	0.00	14,128.46
Total Projected Cash Flows for Williamson County				123,674.53	73,497,495.85	73,621,170.38



Investment Portfolio Summary

Williamson County



For the Quarter Ended

September 30, 2012

**Prepared by
FirstSouthwest Asset Management**



Report Name

Certification Page
Executive Summary
Benchmark Comparison
Detail of Security Holdings
Change in Value
Earned Income
Investment Transactions
Amortization and Accretion
Projected Fixed Income Cash Flows

MARKET RECAP:

The final revision to Q2 GDP further reduced an already poor 1.7% showing to a meager 1.3% annualized growth rate. That pretty much sums up the situation we are mired in. The economy is growing, but at such a slow pace the improvement is barely noticeable and the paltry pace of expansion leaves very little cushion to absorb any shocks, such as a further meltdown in Europe or the fiscal cliff we face in the U.S. The August payroll report kicked the month off on a sour note as payrolls expanded by a mere 96k and revisions to prior months subtracted 41k from already weak results. Optimists will point to a drop in the unemployment rate to 8.1%, but that was the result of a large 368k decline in the labor force. The labor force participation rate fell to 63.5%, the lowest since May 1979. Data for the rest of the month was generally weak. A decent 0.9% gain in retail sales was distorted by higher gasoline prices. Core retail sales, which strip out gas station and vehicle sales, increased a scant 0.1%. The only real improvement has come in the housing sector, as record low mortgage rates are boosting sales and lifting prices.

Once again the data has mostly taken a back seat to other events. Early in the month, the ECB announced a bond buying plan designed to lower borrowing costs for some of Europe's most troubled countries. The plan was cheered by investors and brought at least a temporary calm to financial markets. As the month drew to a close, widespread protests of austerity measures in Greece and Spain have raised doubts about the ultimate success of the ECB's proposals. In the U.S., the Federal Reserve announced another round of large-scale asset purchases, better known as quantitative easing, or QE. In the latest iteration, dubbed QE3, the Fed will make \$40 billion in monthly purchases of agency mortgage-backed securities. This should keep mortgage rates at or near record lows and likely contribute to continued improvement in the housing market. The Fed also extended until "at least mid-2015" the time frame for which it expects to maintain "exceptionally low levels" for the fed funds rate. The Fed went on to say, "If the outlook for the labor market does not improve substantially, the Committee will continue its purchases of agency mortgage-backed securities, undertake additional asset purchases, and employ its other policy tools as appropriate until such improvement is achieved..." Essentially, the Fed has thrown down the gauntlet and pledged to do whatever it can in order to get unemployment down. Yields all across the curve are declining in response. It appears we are in for several more years of extremely low investment rates.

For the Quarter Ended

September 30, 2012

This report is prepared for the **Williamson County** (the "Entity") in accordance with Chapter 2256 of the Texas Public Funds Investment Act ("PFIA"). Section 2256.023(a) of the PFIA states that: "Not less than quarterly, the investment officer shall prepare and submit to the governing body of the entity a written report of the investment transactions for all funds covered by this chapter for the preceding reporting period." This report is signed by the Entity's investment officers and includes the disclosures required in the PFIA. To the extent possible, market prices have been obtained from independent pricing sources.

The investment portfolio complied with the PFIA and the Entity's approved Investment Policy and Strategy throughout the period. All investment transactions made in the portfolio during this period were made on behalf of the Entity and were made in full compliance with the PFIA and the approved Investment Policy.

Officer Names and Titles:

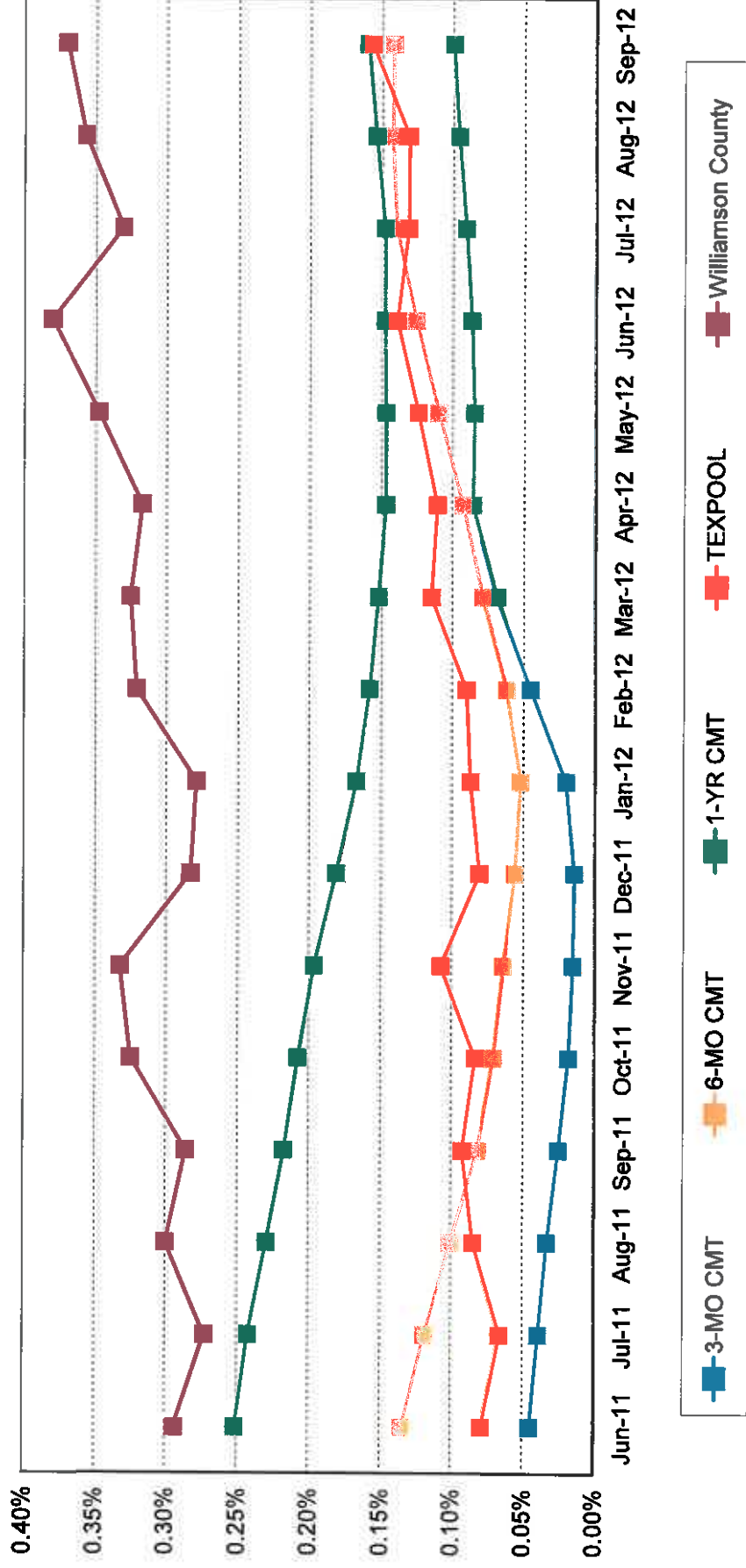
Travis L. Hood

Williamson County Treasurer



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Williamson County
Benchmark Comparison
As of 09/30/2012



Note 1: CMT stands for Constant Maturity Treasury. This data is published in Federal Reserve Statistical Release H.15 and represents an average of all actively traded Treasury securities having that time remaining until maturity. This is a standard industry benchmark for Treasury securities. The CMT benchmarks are moving averages. The 3-month CMT is the daily average for the previous 3 months, the 6-month CMT is the daily average for the previous 6 months, and the 1-year and 2-year CMTs are the daily averages for the previous 12-months.

Note 2: Benchmark data for TexPool is the monthly average yield.



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Williamson County
Detail of Security Holdings
As of 09/30/2012

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Date	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mty	Days to Call	YTM	YTW
07 Park Limited -06																	
TEXPRIME		LGIP	TexPool Prime					2,645,587.45	100.000	2,645,587.45	2,645,587.45	100.000	2,645,587.45	1		0.182	0.182
Total for 07 Park Limited -06									100.000	2,645,587.45	2,645,587.45	100.000	2,645,587.45	1		0.182	0.182
2008 TAN-COMPASS																	
TEXPOOL		LGIP	TexPool					97,427.49	100.000	97,427.49	97,427.49	100.000	97,427.49	1		0.157	0.157
TEXPRIME		LGIP	TexPool Prime					3,081,883.47	100.000	3,081,883.47	3,081,883.47	100.000	3,081,883.47	1		0.182	0.182
Total for 2008 TAN-COMPASS									100.000	3,179,310.96	3,179,310.96	100.000	3,179,310.96	1		0.181	0.181
CC Records Archive																	
CD-6991	09/13/12	CD	Central Nat'l Bk CD	0.650	09/13/13			1,000,000.00	100.000	1,000,000.00	1,000,000.00	100.000	1,000,000.00	348		0.650	0.650
Total for CC Records Archive									100.000	1,000,000.00	1,000,000.00	100.000	1,000,000.00	348		0.650	0.650
Combination Tax & Revenue Series 2006 CO																	
TEXPRIME		LGIP	TexPool Prime					13,051,810.52	100.000	13,051,810.52	13,051,810.52	100.000	13,051,810.52	1		0.182	0.182
Total for Combination Tax & Revenue Series 2006 CO									100.000	13,051,810.52	13,051,810.52	100.000	13,051,810.52	1		0.182	0.182
County Benefits Program																	
TEXPRIME		LGIP	TexPool Prime					2,016,775.88	100.000	2,016,775.88	2,016,775.88	100.000	2,016,775.88	1		0.182	0.182
Total for County Benefits Program									100.000	2,016,775.88	2,016,775.88	100.000	2,016,775.88	1		0.182	0.182



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Williamson County
Detail of Security Holdings
As of 09/30/2012

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Data	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mty	Days to Call	YTM	YTW
Debt Service Fund																	
TEXPOOL		LGIP	TexPool					485,346.54	100.000	485,346.54	485,346.54	100.000	485,346.54	1		0.157	0.157
TEXPRIME		LGIP	TexPool Prime					1,118,979.64	100.000	1,118,979.64	1,118,979.64	100.000	1,118,979.64	1		0.182	0.182
89233GP83	05/14/12	CP - DISC	Toyota Mtr Cr		02/08/13			3,000,000.00	99.550	2,986,500.00	2,993,499.99	99.924	2,997,708.00	131		0.603	0.603
CD-2261	07/31/12	CD	Union St Bk CD	0.300	07/31/13			4,500,000.00	100.000	4,500,000.00	4,500,000.00	100.000	4,500,000.00	304		0.300	0.300
Total for Debt Service Fund																	
								9,104,326.18	99.852	9,050,826.18	9,097,826.17	99.975	9,102,034.18	194		0.377	0.377
Future Environmental Liability																	
TEXPRIME		LGIP	TexPool Prime					50,087.66	100.000	50,087.66	50,087.66	100.000	50,087.66	1		0.182	0.182
3135G0JU8	04/17/12	AGCY CALL	FNMA	0.750	04/17/15	04/17/13	QRTLY	300,000.00	100.000	300,000.00	300,000.00	100.230	300,690.00	929	199	0.750	0.750
Total for Future Environmental Liability																	
								350,087.66	100.000	350,087.66	350,087.66	100.197	350,777.66	796		0.609	0.609
General Fund																	
TEXPOOL		LGIP	TexPool					38,222.31	100.000	38,222.31	38,222.31	100.000	38,222.31	1		0.157	0.157
TEXPRIME		LGIP	TexPool Prime					5,899,156.81	100.000	5,899,156.81	5,899,156.81	100.000	5,899,156.81	1		0.182	0.182
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust		11/09/12			5,000,000.00	99.540	4,977,008.33	4,990,641.65	99.974	4,998,720.00	40		0.623	0.623
3024A0Q81	06/12/12	CP - DISC	FCAR Owner Trust		03/08/13			5,000,000.00	99.559	4,977,956.94	4,987,052.80	99.954	4,992,715.00	159		0.593	0.593
CD-6815	03/21/12	CD-IAM	Central Nat'l Bk CD	0.600	03/21/13			500,000.00	100.000	500,000.00	500,000.00	100.000	500,000.00	172		0.600	0.600
3135G0FG3	01/19/12	AGCY CALL	FNMA	0.800	11/14/13	11/14/12	ONE TIME	5,013,300.00	100.266	5,013,300.00	5,007,938.85	100.030	5,001,500.00	410	45	0.453	0.275
Total for General Fund																	
								21,437,379.12	99.852	21,405,644.39	21,423,013.42	99.967	21,430,314.12	146		0.453	0.412
Northeast RR Road District																	
TEXPOOL		LGIP	TexPool					463,874.09	100.000	463,874.09	463,874.09	100.000	463,874.09	1		0.157	0.157
Total for Northeast RR Road District																	
								463,874.09	100.000	463,874.09	463,874.09	100.000	463,874.09	1		0.157	0.157

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Date	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mty	Days to Call	YTM	YTW
Passthrough Toll Reimb																	
TEXSTAR		LGIP	TexSTAR					4,979,034.03	100.000	4,979,034.03	4,979,034.03	100.000	4,979,034.03	1		0.157	0.157
Total for Passthrough Toll Reimb																	
Pooled Funds																	
TEXPOOL		LGIP	TexPool					10,893,220.14	100.000	10,893,220.14	10,893,220.14	100.000	10,893,220.14	1		0.157	0.157
Total for Pooled Funds																	
Road and Bridge General																	
TEXPOOL		LGIP	TexPool					24,480.32	100.000	24,480.32	24,480.32	100.000	24,480.32	1		0.157	0.157
TEXPRIME		LGIP	TexPool Prime					4,074,809.77	100.000	4,074,809.77	4,074,809.77	100.000	4,074,809.77	1		0.182	0.182
3024A0KP9	01/27/12	CP - DISC	FCAR Owner Trust		10/23/12			5,000,000.00	99.513	4,975,625.00	4,998,013.90	99.985	4,999,265.00	23		0.653	0.653
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust		11/09/12			3,500,000.00	99.540	3,483,905.83	3,497,649.16	99.974	3,499,104.00	40		0.623	0.623
Total for Road and Bridge General																	
Southeast Road District																	
TEXPOOL		LGIP	TexPool					17,855.74	100.000	17,855.74	17,855.74	100.000	17,855.74	1		0.157	0.157
Total for Southeast Road District																	
Southwest Road District																	
TEXPOOL		LGIP	TexPool					880,285.57	100.000	880,285.57	880,285.57	100.000	880,285.57	1		0.157	0.157
Total for Southwest Road District																	



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Williamson County
Detail of Security Holdings
As of 09/30/2012

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Date	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mty	Days to Call	YTM	YTW
Tobacco Funds																	
TEXPOOL		LGIP	TexPool					8,415.59	100.000	8,415.59	8,415.59	100.000	8,415.59	1		0.157	0.157
TEXPRIME		LGIP	TexPool Prime					1,521,496.84	100.000	1,521,496.84	1,521,496.84	100.000	1,521,496.84	1		0.182	0.182
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust		11/09/12			1,500,000.00	99.540	1,493,102.50	1,498,992.50	99.974	1,499,616.00	40		0.623	0.623
CD-8753	09/15/11	CD	Union St Bk CD	0.650	03/15/13			1,006,533.75	100.000	1,006,533.75	1,006,533.75	100.000	1,006,533.75	166		0.649	0.649
Total for Tobacco Funds									99.829	4,029,548.68	4,035,438.68	99.990	4,036,062.18	57		0.462	0.462
Unlimited Tax Road Bonds - Series 2007																	
TEXPOOL		LGIP	TexPool					2,734,119.18	100.000	2,734,119.18	2,734,119.18	100.000	2,734,119.18	1		0.157	0.157
TEXPRIME		LGIP	TexPool Prime					35,775,352.45	100.000	35,775,352.45	35,775,352.45	100.000	35,775,352.45	1		0.182	0.182
3024A0K99	01/20/12	CP - DISC	FCAR Owner Trust		10/16/12			10,000,000.00	99.513	9,951,250.00	9,997,291.70	99.990	9,998,980.00	16		0.653	0.653
36659HLF2	05/17/12	CP - DISC	GE Capital Corp		11/15/12			10,000,000.00	99.838	9,983,822.22	9,996,000.00	99.980	9,997,960.00	46		0.321	0.321
36959HNN3	07/24/12	CP - DISC	GE Capital Corp		01/22/13			10,000,000.00	99.838	9,983,822.22	9,989,955.60	99.943	9,994,300.00	114		0.321	0.321
89233GNN2	04/27/12	CP - DISC	Toyota Mtr Cr		01/22/13			5,000,000.00	99.550	4,977,500.00	4,990,583.35	99.946	4,997,310.00	114		0.603	0.603
89233GP83	05/14/12	CP - DISC	Toyota Mtr Cr		02/08/13			7,000,000.00	99.550	6,968,500.00	6,984,833.31	99.924	6,994,652.00	131		0.603	0.603
CD-6442-1	03/18/12	CD-IAM	Central Nat'l Bk CD	0.750	03/18/13			3,022,623.29	100.000	3,022,623.29	3,022,623.29	100.000	3,022,623.29	169		0.750	0.750
89233GQT6	07/05/12	CP - DISC	Toyota Mtr Cr		03/27/13			5,000,000.00	99.610	4,980,493.06	4,986,970.85	99.881	4,994,065.00	178		0.532	0.532
3024A0SU0	08/31/12	CP - DISC	FCAR Owner Trust		05/28/13			3,000,000.00	99.573	2,967,175.00	2,988,647.49	99.647	2,998,401.00	240		0.572	0.572
3024A0SX4	09/05/12	CP - DISC	FCAR Owner Trust		05/31/13			4,950,000.00	99.576	4,928,985.50	4,931,033.23	99.642	4,932,293.85	243		0.572	0.572
31350EUJ3	10/25/11	AGCY CALL	FNMA	0.625	10/25/13	10/25/12	QRTLY	10,000,000.00	100.000	10,000,000.00	10,000,000.00	100.020	10,002,000.00	390	25	0.625	0.625
Total for Unlimited Tax Road Bonds - Series 2007									99.823	106,293,652.92	106,387,410.45	99.954	106,433,056.77	98		0.402	0.402
Total for Williamson County																	
									99.855	192,856,335.13	193,025,463.91	99.969	193,077,658.38	86		0.370	0.365



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Williamson County
Change in Value
From 06/30/2012 to 09/30/2012

CUSIP	Security Type	Security Description	06/30/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	09/30/12 Book Value	06/30/12 Market Value	09/30/12 Market Value	Change in Mkt Value
07 Park Limited -06											
TEXPRIME	LGIP	TexPool Prime	2,696,263.84	0.00	(50,696.39)	0.00	0.00	2,645,567.45	2,696,263.84	2,645,567.45	(50,696.39)
Total for 07 Park Limited -06			2,696,263.84	0.00	(50,696.39)	0.00	0.00	2,645,567.45	2,696,263.84	2,645,567.45	(50,696.39)
2008 TAN-COMPASS											
TEXPOOL	LGIP	TexPool	97,393.16	34.33	0.00	0.00	0.00	97,427.49	97,393.16	97,427.49	34.33
TEXPRIME	LGIP	TexPool Prime	3,123,546.01	0.00	(41,662.54)	0.00	0.00	3,081,883.47	3,123,546.01	3,081,883.47	(41,662.54)
Total for 2008 TAN-COMPASS			3,220,939.17	34.33	(41,662.54)	0.00	0.00	3,179,310.96	3,220,939.17	3,179,310.96	(41,628.21)
2009 Parks Limited											
TEXSTAR	LGIP	TexSTAR	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total for 2009 Parks Limited			0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
CC Records Archive											
CD-2238	CD	Union St Bk CD 0.600 09/12/12	500,756.25	0.00	(500,756.25)	0.00	0.00	0.00	500,756.25	0.00	(500,756.25)
CD-5733	CD	Union St Bk CD 0.400 09/12/12	501,502.87	0.00	(501,502.87)	0.00	0.00	0.00	501,502.87	0.00	(501,502.87)
CD-6991	CD	Central Natl Bk CD 0.650 09/13/13	0.00	1,000,000.00	0.00	0.00	0.00	1,000,000.00	0.00	1,000,000.00	1,000,000.00
Total for CC Records Archive			1,002,259.12	1,000,000.00	(1,002,259.12)	0.00	0.00	1,000,000.00	1,002,259.12	1,000,000.00	(2,259.12)
Combination Tax & Revenue Series 2006 CO											
TEXPRIME	LGIP	TexPool Prime	14,729,775.31	0.00	(1,677,964.79)	0.00	0.00	13,051,810.52	14,729,775.31	13,051,810.52	(1,677,964.79)
Total for Combination Tax & Revenue Series 2006 CO			14,729,775.31	0.00	(1,677,964.79)	0.00	0.00	13,051,810.52	14,729,775.31	13,051,810.52	(1,677,964.79)



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CUSIP	Security Type	Security Description	06/30/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	09/30/12 Book Value	06/30/12 Market Value	09/30/12 Market Value	Change in Mkt Value
COs and Bonds											
TEXPOOL	LGIP	TexPool	2,049.25	0.00	(2,049.25)	0.00	0.00	0.00	2,049.25	0.00	(2,049.25)
TEXPRIME	LGIP	TexPool Prime	1,739,716.83	0.00	(1,739,716.83)	0.00	0.00	0.00	1,739,716.83	0.00	(1,739,716.83)
TEXSTAR	LGIP	TexSTAR	155,833.89	0.00	(155,833.89)	0.00	0.00	0.00	155,833.89	0.00	(155,833.89)
Total for COs and Bonds			1,897,599.97	0.00	(1,897,599.97)	0.00	0.00	0.00	1,897,599.97	0.00	(1,897,599.97)
County Benefits Program											
TEXPOOL	LGIP	TexPool	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
TEXPRIME	LGIP	TexPool Prime	1,340,519.68	676,256.20	0.00	0.00	0.00	2,016,775.88	1,340,519.68	2,016,775.88	676,256.20
Total for County Benefits Program			1,340,519.68	676,256.20	0.00	0.00	0.00	2,016,775.88	1,340,519.68	2,016,775.88	676,256.20
Debt Service Fund											
TEXPOOL	LGIP	TexPool	485,175.51	171.03	0.00	0.00	0.00	485,346.54	485,175.51	485,346.54	171.03
TEXPRIME	LGIP	TexPool Prime	16,836,501.82	402,469.31	(16,119,991.49)	0.00	0.00	1,118,979.64	16,836,501.82	1,118,979.64	(15,717,522.18)
CD-8157	CD	Union St BK CD 0.600 07/29/12	7,533,955.31	0.00	(7,533,955.31)	0.00	0.00	0.00	7,533,955.31	0.00	(7,533,955.31)
89233GP83	CP - DISC	Toyota Mtr Cr 0.000 02/09/13	2,988,900.00	0.00	0.00	4,599.99	0.00	2,993,499.99	2,992,938.00	2,997,708.00	4,770.00
CD-2261	CD	Union St BK CD 0.300 07/31/13	0.00	4,500,000.00	0.00	0.00	0.00	4,500,000.00	0.00	4,500,000.00	4,500,000.00
Total for Debt Service Fund			27,844,532.64	4,902,640.34	(23,653,946.80)	4,599.99	0.00	9,097,826.17	27,840,570.64	9,102,034.18	(18,746,536.46)
Future Environmental Liability											
TEXPRIME	LGIP	TexPool Prime	50,066.54	21.12	0.00	0.00	0.00	50,087.66	50,066.54	50,087.66	21.12
3193GQU8	AGCY CALL	FNMA 0.750 04/17/15	300,000.00	0.00	0.00	0.00	0.00	300,000.00	300,600.00	300,600.00	90.00
Total for Future Environmental Liability			350,066.54	21.12	0.00	0.00	0.00	350,087.66	350,666.54	350,777.66	111.12



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CUSIP	Security Type	Security Description	06/30/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	09/30/12 Book Value	06/30/12 Market Value	09/30/12 Market Value	Change In Mkt Value
General Fund											
TEXPOOL	LGIP	TexPool	38,186.76	35.55	0.00	0.00	0.00	38,222.31	38,186.76	38,222.31	35.55
TEXPRIME	LGIP	TexPool Prime	17,894,092.58	3,308.21	(11,998,243.98)	0.00	0.00	5,899,156.81	17,894,092.58	5,899,156.81	(11,994,935.77)
89233G3Q3	CP - DISC	Toyota Mtr Cr. 0.000 07/24/12	4,997,827.80	0.00	(5,000,000.00)	2,172.20	0.00	0.00	4,999,585.00	0.00	(4,999,585.00)
3024A0J65	CP - DISC	FCAR Owner Trust 0.000 09/05/12	4,946,823.73	0.00	(4,950,000.00)	3,176.27	0.00	0.00	4,948,158.60	0.00	(4,948,158.60)
CD-6639	CD	Central Natl Bk CD 0.750 09/12/12	2,011,281.42	0.00	(2,011,281.42)	0.00	0.00	0.00	2,011,281.42	0.00	(2,011,281.42)
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	4,988,719.45	0.00	0.00	7,922.20	0.00	4,998,641.65	4,994,865.00	4,998,720.00	3,855.00
3024A0Q81	CP - DISC	FCAR Owner Trust 0.000 03/08/13	4,979,513.90	0.00	0.00	7,538.90	0.00	4,987,052.80	4,980,825.00	4,992,715.00	11,890.00
CD-5815	CD-IAM	Central Natl Bk CD 0.600 03/21/13	500,000.00	0.00	0.00	0.00	0.00	500,000.00	500,000.00	500,000.00	0.00
31331KQK9	AGCY CALL	FFCB 0.570 07/05/13	3,000,070.38	0.00	(3,000,000.00)	(70.38)	0.00	0.00	3,000,000.00	0.00	(3,000,000.00)
3135G0FG3	AGCY CALL	FINMA 0.600 11/14/13	5,005,999.95	0.00	0.00	(4,060.10)	0.00	5,001,939.85	5,004,000.00	5,001,500.00	(2,500.00)
313279MX4	AGCY CALL	PHLB 0.500 06/19/14	5,000,000.00	0.00	(5,000,000.00)	0.00	0.00	0.00	4,997,500.00	0.00	(4,997,500.00)
Total for General Fund			53,362,515.97	3,343.76	(31,959,525.40)	16,679.09	0.00	21,423,013.42	53,368,474.36	21,430,314.12	(31,938,160.24)
Northeast RR Road District											
TEXPOOL	LGIP	TexPool	463,710.62	163.47	0.00	0.00	0.00	463,874.09	463,710.62	463,874.09	163.47
Total for Northeast RR Road District			463,710.62	163.47	0.00	0.00	0.00	463,874.09	463,710.62	463,874.09	163.47
Pass Toll Series 2009											
TEXPRIME	LGIP	TexPool Prime	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total for Pass Toll Series 2009			0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Passthrough Toll Reimb											
LOGIC	LGIP	LOGIC	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
TEXSTAR	LGIP	TexSTAR	2,977,888.66	2,001,345.37	0.00	0.00	0.00	4,979,034.03	2,977,888.66	4,979,034.03	2,001,345.37
Total for Passthrough Toll Reimb			2,977,888.66	2,001,345.37	0.00	0.00	0.00	4,979,034.03	2,977,888.66	4,979,034.03	2,001,345.37



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CUSIP	Security Type	Security Description	06/30/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	09/30/12 Book Value	06/30/12 Market Value	09/30/12 Market Value	Change in Mkt Value
Pooled Funds											
TEXPOOL	LGIP	TexPool	11,543,485.14	502,515.64	(1,152,780.64)	0.00	0.00	10,893,220.14	11,543,485.14	10,893,220.14	(650,265.00)
Total for Pooled Funds			11,543,485.14	502,515.64	(1,152,780.64)	0.00	0.00	10,893,220.14	11,543,485.14	10,893,220.14	(650,265.00)
Road and Bridge General											
TEXPOOL	LGIP	TexPool	24,471.69	8.63	0.00	0.00	0.00	24,480.32	24,471.69	24,480.32	8.63
TEXPRIME	LGIP	TexPool Prime	7,872,268.37	0.00	(3,797,458.60)	0.00	0.00	4,074,809.77	7,872,268.37	4,074,809.77	(3,797,458.60)
3024A0KP9	CP - DISC	FCAR Owner Trust 0.000 10/23/12	4,998,708.35	0.00	0.00	8,305.55	0.00	4,998,013.90	4,996,165.00	4,999,265.00	3,100.00
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	3,492,103.62	0.00	0.00	5,545.54	0.00	3,497,649.16	3,496,405.50	3,499,104.00	2,698.50
Total for Road and Bridge General			16,378,552.03	8.63	(3,797,458.60)	13,851.09	0.00	12,594,953.15	16,389,310.56	12,597,859.09	(3,791,651.47)
Southeast Road District											
TEXPOOL	LGIP	TexPool	17,849.44	6.30	0.00	0.00	0.00	17,855.74	17,849.44	17,855.74	6.30
Total for Southeast Road District			17,849.44	6.30	0.00	0.00	0.00	17,855.74	17,849.44	17,855.74	6.30
Southwest Road District											
TEXPOOL	LGIP	TexPool	879,975.32	310.25	0.00	0.00	0.00	880,285.57	879,975.32	880,285.57	310.25
Total for Southwest Road District			879,975.32	310.25	0.00	0.00	0.00	880,285.57	879,975.32	880,285.57	310.25
Tobacco Funds											
TEXPOOL	LGIP	TexPool	8,412.59	3.00	0.00	0.00	0.00	8,415.59	8,412.59	8,415.59	3.00
TEXPRIME	LGIP	TexPool Prime	1,320,883.40	200,613.44	0.00	0.00	0.00	1,521,496.84	1,320,883.40	1,521,496.84	200,613.44
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	1,496,615.84	0.00	0.00	2,376.66	0.00	1,498,992.50	1,498,459.50	1,499,616.00	1,156.50
CD-8753	CD	Union St Bk CD 0.650 03/15/13	1,004,887.39	1,646.36	0.00	0.00	0.00	1,006,533.75	1,004,887.39	1,006,533.75	1,646.36
Total for Tobacco Funds			3,830,799.22	202,262.80	0.00	2,376.66	0.00	4,035,438.68	3,832,642.88	4,036,062.18	203,419.30



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CUSIP	Security Type	Security Description	06/30/12 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	09/30/12 Book Value	06/30/12 Market Value	09/30/12 Market Value	Change in Mkt Value
Unlimited Tax Road Bonds - Series 2007											
TEXPOOL	LGIP	TexPool	3,888,794.42	868.64	(1,155,543.88)	0.00	0.00	2,734,119.18	3,888,794.42	2,734,119.18	(1,154,675.24)
TEXPRIME	LGIP	TexPool Prime	36,474,004.03	4,090,013.03	(4,788,684.61)	0.00	0.00	35,775,352.45	36,474,004.03	35,775,352.45	(698,651.58)
89233G334	CP - DISC	Toyota Mtr Cr 0.000 07/03/12	4,999,811.10	0.00	(5,000,000.00)	188.90	0.00	0.00	4,999,965.00	0.00	(4,999,965.00)
89233G3Q3	CP - DISC	Toyota Mtr Cr 0.000 07/24/12	4,997,827.80	0.00	(5,000,000.00)	2,172.20	0.00	0.00	4,999,585.00	0.00	(4,999,585.00)
3024A0HX8	CP - DISC	FCAR Owner Trust 0.000 08/31/12	2,996,848.32	0.00	(3,000,000.00)	3,151.68	0.00	0.00	2,998,968.00	0.00	(2,998,968.00)
3024A0K39	CP - DISC	FCAR Owner Trust 0.000 10/16/12	9,980,690.60	0.00	0.00	16,611.10	0.00	9,997,291.70	9,992,800.00	9,998,980.00	6,180.00
36959HLF2	CP - DISC	GE Capital Corp 0.000 11/15/12	9,987,822.20	0.00	0.00	8,177.80	0.00	9,996,000.00	9,988,500.00	9,997,960.00	9,460.00
36959HIN3	CP - DISC	GE Capital Corp 0.000 01/22/13	0.00	9,983,822.22	0.00	6,133.38	0.00	9,989,955.60	0.00	9,994,300.00	7,040.00
89233GNN2	CP - DISC	Toyota Mtr Cr 0.000 01/22/13	4,982,916.65	0.00	0.00	7,666.70	0.00	4,990,583.35	4,990,270.00	4,997,310.00	11,130.00
89233GP83	CP - DISC	Toyota Mtr Cr 0.000 02/08/13	6,974,100.00	0.00	0.00	10,733.31	0.00	6,984,833.31	6,983,522.00	6,994,652.00	11,130.00
CD-6442-1	CD-IAM	Central Nat'l Bk CD 0.750 03/18/13	3,022,623.29	0.00	0.00	0.00	0.00	3,022,623.29	3,022,623.29	3,022,623.29	0.00
89233GQT6	CP - DISC	Toyota Mtr Cr 0.000 03/27/13	0.00	4,980,493.06	0.00	6,477.79	0.00	4,986,970.85	0.00	4,994,065.00	4,994,065.00
3024A0SU0	CP - DISC	FCAR Owner Trust 0.000 05/28/13	0.00	2,987,175.00	0.00	1,472.49	0.00	2,988,647.49	0.00	2,989,401.00	2,989,401.00
3024A0SX4	CP - DISC	FCAR Owner Trust 0.000 05/31/13	0.00	4,928,965.50	0.00	2,037.73	0.00	4,931,033.23	0.00	4,932,293.85	4,932,293.85
31331KQK9	AGCY CALL	FFCB 0.570 07/05/13	5,000,117.30	0.00	(5,000,000.00)	(117.30)	0.00	0.00	5,000,000.00	0.00	(5,000,000.00)
3134G2SD6	AGCY STEP	FHLMC 1.000 07/26/13	10,700,000.00	0.00	(10,700,000.00)	0.00	0.00	0.00	10,700,000.00	0.00	(10,700,000.00)
3135G0EU3	AGCY CALL	FNMA 0.625 10/25/13	10,000,000.00	0.00	0.00	0.00	0.00	10,000,000.00	10,008,000.00	10,002,000.00	(6,000.00)
Total for Unlimited Tax Road Bonds - Series 2007			114,005,545.71	28,971,367.45	(34,644,208.49)	64,765.78	0.00	106,397,410.45	114,047,811.74	106,433,056.77	(7,613,954.97)
Total for Williamson County			255,542,098.38	36,260,275.66	(99,878,102.74)	102,212.61	0.00	193,026,483.91	255,606,762.99	193,077,658.38	(63,529,104.61)

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Acct / Prem Amort	Net Income
07 Park Limited -06									
TEXPRIME	LGIP	TexPool Prime	0.00	1,116.42	1,116.42	0.00	0.00	0.00	1,116.42
Total for 07 Park Limited -06			0.00	1,116.42	1,116.42	0.00	0.00	0.00	1,116.42
2008 TAN-COMPASS									
TEXPOOL	LGIP	TexPool	0.00	34.33	34.33	0.00	0.00	0.00	34.33
TEXPRIME	LGIP	TexPool Prime	0.00	1,306.46	1,306.46	0.00	0.00	0.00	1,306.46
Total for 2008 TAN-COMPASS			0.00	1,340.79	1,340.79	0.00	0.00	0.00	1,340.79
2009 Parks Limited									
Total for 2009 Parks Limited									
CC Records Archive									
CD-2238	CD	Union St Bk CD 0.600 09/12/12	155.97	535.48	691.45	0.00	0.00	0.00	535.48
CD-5733	CD	Union St Bk CD 0.400 09/12/12	104.42	401.21	505.63	0.00	0.00	0.00	401.21
CD-6991	CD	Central Nat'l Bk CD 0.650 09/13/13	0.00	320.55	0.00	0.00	320.55	0.00	320.55
Total for CC Records Archive			260.39	1,257.24	1,197.08	0.00	320.55	0.00	1,257.24
Combination Tax & Revenue Series 2006 CO									
TEXPRIME	LGIP	TexPool Prime	0.00	5,811.62	5,811.62	0.00	0.00	0.00	5,811.62
Total for Combination Tax & Revenue Series 2006 CO			0.00	5,811.62	5,811.62	0.00	0.00	0.00	5,811.62

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prem Amort	Net Income
COs and Bonds									
TEXPOOL	LGIP	TexPool	0.00	0.01	0.01	0.00	0.00	0.00	0.01
TEXPRIME	LGIP	TexPool Prime	0.00	9.63	9.63	0.00	0.00	0.00	9.63
TEXSTAR	LGIP	TexSTAR	0.00	0.57	0.57	0.00	0.00	0.00	0.57
Total for COs and Bonds			0.00	10.21	10.21	0.00	0.00	0.00	10.21
County Benefits Program									
TEXPRIME	LGIP	TexPool Prime	0.00	860.20	860.20	0.00	0.00	0.00	860.20
Total for County Benefits Program			0.00	860.20	860.20	0.00	0.00	0.00	860.20
Debt Service Fund									
TEXPOOL	LGIP	TexPool	0.00	171.03	171.03	0.00	0.00	0.00	171.03
TEXPRIME	LGIP	TexPool Prime	0.00	3,550.34	3,550.34	0.00	0.00	0.00	3,550.34
CD-8157	CD	Union St Bk CD 0.600 07/29/12	7,802.29	3,467.72	11,270.01	0.00	0.00	0.00	3,467.72
89233GPB3	CP - DISC	Toyota Mir Cr 0.000 02/08/13	0.00	0.00	0.00	0.00	0.00	4,599.99	4,599.99
CD-2261	CD	Union St Bk CD 0.300 07/31/13	0.00	2,293.15	0.00	0.00	2,293.15	0.00	2,293.15
Total for Debt Service Fund			7,802.29	9,482.24	14,991.38	0.00	2,293.15	4,599.99	14,082.23
Future Environmental Liability									
TEXPRIME	LGIP	TexPool Prime	0.00	21.12	21.12	0.00	0.00	0.00	21.12
31350J0U8	AGCY CALL	FNMA 0.750 04/17/15	462.50	562.50	0.00	0.00	1,025.00	0.00	562.50
Total for Future Environmental Liability			462.50	583.62	21.12	0.00	1,025.00	0.00	583.62



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Earned Income
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CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prem Amort	Net Income
General Fund									
TEXPOOL	LGIP	TexPool	0.00	13.42	13.42	0.00	0.00	0.00	13.42
TEXPRIME	LGIP	TexPool Prime	0.00	5,064.23	5,064.23	0.00	0.00	0.00	5,064.23
89233GGQ3	CP - DISC	Toyota Mtr Cr 0.000 07/24/12	0.00	0.00	0.00	0.00	0.00	2,172.20	2,172.20
3024A0J55	CP - DISC	FCAR Owner Trust 0.000 09/05/12	0.00	0.00	0.00	0.00	0.00	3,176.27	3,176.27
CD-6639	CD	Central Natl Bk CD 0.750 09/12/12	785.23	3,058.32	3,843.55	0.00	0.00	0.00	3,058.32
3024A0J94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	0.00	0.00	0.00	0.00	0.00	7,922.20	7,922.20
3024A0Q81	CP - DISC	FCAR Owner Trust 0.000 03/08/13	0.00	0.00	0.00	0.00	0.00	7,538.90	7,538.90
CD-6815	CD-IAM	Central Natl Bk CD 0.600 03/21/13	836.07	754.09	0.00	0.00	1,590.16	0.00	754.09
31331KQK9	AGCY CALL	FFCB 0.570 07/05/13	8,360.00	190.00	8,550.00	0.00	0.00	(70.38)	119.62
313530FG3	AGCY CALL	FNMA 0.600 11/14/13	3,916.67	7,500.00	0.00	0.00	11,416.67	(4,060.10)	3,439.90
313378MX4	AGCY CALL	FHLB 0.500 06/19/14	833.33	5,416.67	6,250.00	0.00	0.00	0.00	5,416.67
Total for General Fund			14,731.30	21,986.73	23,721.29	0.00	13,006.83	16,679.09	36,675.82
Northeast RR Road District									
TEXPOOL	LGIP	TexPool	0.00	163.47	163.47	0.00	0.00	0.00	163.47
Total for Northeast RR Road District			0.00	163.47	163.47	0.00	0.00	0.00	163.47
Pass Toll Series 2009									
Total for Pass Toll Series 2009			0.00	0.00	0.00	0.00	0.00	0.00	0.00
Passthrough Toll Reimb									
TEXSTAR	LGIP	TexSTAR	0.00	1,345.37	1,345.37	0.00	0.00	0.00	1,345.37
Total for Passthrough Toll Reimb			0.00	1,345.37	1,345.37	0.00	0.00	0.00	1,345.37

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prem Amort	Net Income
Pooled Funds									
TEXPOOL	LGIP	TexPool	0.00	4,020.02	4,020.02	0.00	0.00	0.00	4,020.02
Total for Pooled Funds			0.00	4,020.02	4,020.02	0.00	0.00	0.00	4,020.02
Road and Bridge General									
TEXPOOL	LGIP	TexPool	0.00	8.63	8.63	0.00	0.00	0.00	8.63
TEXPRIME	LGIP	TexPool Prime	0.00	2,541.40	2,541.40	0.00	0.00	0.00	2,541.40
3024A0KP9	CP - DISC	FCAR Owner Trust 0.000 10/23/12	0.00	0.00	0.00	0.00	0.00	8,305.55	8,305.55
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	0.00	0.00	0.00	0.00	0.00	5,545.54	5,545.54
Total for Road and Bridge General			0.00	2,550.03	2,550.03	0.00	0.00	13,851.09	16,401.12
Southeast Road District									
TEXPOOL	LGIP	TexPool	0.00	6.30	6.30	0.00	0.00	0.00	6.30
Total for Southeast Road District			0.00	6.30	6.30	0.00	0.00	0.00	6.30
Southwest Road District									
TEXPOOL	LGIP	TexPool	0.00	310.25	310.25	0.00	0.00	0.00	310.25
Total for Southwest Road District			0.00	310.25	310.25	0.00	0.00	0.00	310.25
Tobacco Funds									
TEXPOOL	LGIP	TexPool	0.00	3.00	3.00	0.00	0.00	0.00	3.00
TEXPRIME	LGIP	TexPool Prime	0.00	613.44	613.44	0.00	0.00	0.00	613.44
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	0.00	0.00	0.00	0.00	0.00	2,376.66	2,376.66
CD-8753	CD	Union St Bk CD 0.650 03/15/13	286.32	1,646.83	1,646.35	0.00	286.79	0.00	1,646.83
Total for Tobacco Funds			286.32	2,263.27	2,262.80	0.00	286.79	2,376.66	4,639.93



FirstSouthwest
A PlainsCapital Company.

Williamson County
Earned Income
From 06/30/2012 to 09/30/2012

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prem Amort	Net Income
Unlimited Tax Road Bonds - Series 2007									
TEXPOOL	LGP	TexPool	0.00	1,235.86	1,235.86	0.00	0.00	0.00	1,235.86
TEXPRIME	LGP	TexPool Prime	0.00	15,834.45	15,834.45	0.00	0.00	0.00	15,834.45
89233GG34	CP - DISC	Toyota Mtr Cr 0.000 07/03/12	0.00	0.00	0.00	0.00	0.00	188.90	188.90
89233GG03	CP - DISC	Toyota Mtr Cr 0.000 07/24/12	0.00	0.00	0.00	0.00	0.00	2,172.20	2,172.20
3024A0HX6	CP - DISC	FCAR Owner Trust 0.000 08/31/12	0.00	0.00	0.00	0.00	0.00	3,151.68	3,151.68
3024A0XG9	CP - DISC	FCAR Owner Trust 0.000 10/16/12	0.00	0.00	0.00	0.00	0.00	16,611.10	16,611.10
36959HLE2	CP - DISC	GE Capital Corp 0.000 11/15/12	0.00	0.00	0.00	0.00	0.00	8,177.80	8,177.80
36959HNN3	CP - DISC	GE Capital Corp 0.000 01/22/13	0.00	0.00	0.00	0.00	0.00	6,133.38	6,133.38
89233GNN2	CP - DISC	Toyota Mtr Cr 0.000 01/22/13	0.00	0.00	0.00	0.00	0.00	7,666.70	7,666.70
89233GP83	CP - DISC	Toyota Mtr Cr 0.000 02/08/13	0.00	0.00	0.00	0.00	0.00	10,733.31	10,733.31
CD-6442-1	CD-AM	Central Nat'l Bk CD 0.750 03/18/13	6,627.47	5,732.16	0.00	0.00	12,359.63	0.00	5,732.16
89233GQT6	CP - DISC	Toyota Mtr Cr 0.000 03/27/13	0.00	0.00	0.00	0.00	0.00	6,477.79	6,477.79
3024A0SU0	CP - DISC	FCAR Owner Trust 0.000 05/28/13	0.00	0.00	0.00	0.00	0.00	1,472.49	1,472.49
3024A0SX4	CP - DISC	FCAR Owner Trust 0.000 05/31/13	0.00	0.00	0.00	0.00	0.00	2,037.73	2,037.73
31331KOK9	AGCY CALL	FFCB 0.570 07/05/13	13,933.33	316.67	14,250.00	0.00	0.00	(117.30)	199.37
3134G2SQ6	AGCY STEP	FLMUC 1.000 07/26/13	18,427.78	2,972.22	21,400.00	0.00	0.00	0.00	2,972.22
3135G0EU3	AGCY CALL	FNMA 0.625 10/25/13	11,458.33	15,625.00	0.00	0.00	27,083.33	0.00	15,625.00
Total for Unlimited Tax Road Bonds - Series 2007			50,446.91	41,716.36	52,720.31	0.00	39,442.96	64,705.78	106,422.14
Total for Williamson County									
			73,988.71	94,834.14	112,446.57	0.00	56,375.28	102,212.61	197,046.75



FirstSouthwest
A PlainsCapital Company.

Williamson County
Investment Transactions
From 07/01/2012 to 09/30/2012

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Mty Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
CC Records Archive															
Maturities															
09/12/12	09/12/12	CD-2238	CD	Union St Bk CD	0.600	09/12/12		500,756.25	100.000	500,756.25	0.00	500,756.25		0.602	
09/12/12	09/12/12	CD-5733	CD	Union St Bk CD	0.400	09/12/12		501,502.87	100.000	501,502.87	0.00	501,502.87		0.401	
Total for: Maturities								1,002,259.12		1,002,259.12	0.00	1,002,259.12	0.502		
Purchases															
09/13/12	09/13/12	CD-6991	CD	Central Natl Bk CD	0.650	09/13/13		1,000,000.00	100.000	1,000,000.00	0.00	1,000,000.00		0.650	0.850
Total for: Purchases								1,000,000.00		1,000,000.00	0.00	1,000,000.00	0.650	0.650	0.850
Income Payments															
09/12/12	09/12/12	CD-5733	CD	Union St Bk CD	0.400	09/12/12				0.00	505.63	505.63			
09/12/12	09/12/12	CD-2238	CD	Union St Bk CD	0.600	09/12/12				0.00	691.45	691.45			
Total for: Income Payments										0.00	1,197.08	1,197.08			
Debt Services Fund															
Maturities															
07/29/12	07/29/12	CD-8157	CD	Union St Bk CD	0.600	07/29/12		7,533,955.31	100.000	7,533,955.31	0.00	7,533,955.31		0.602	
Total for: Maturities								7,533,955.31		7,533,955.31	0.00	7,533,955.31	0.602		
Purchases															
07/31/12	07/31/12	CD-2261	CD	Union St Bk CD	0.300	07/31/13		4,500,000.00	100.000	4,500,000.00	0.00	4,500,000.00		0.300	0.300
Total for: Purchases								4,500,000.00		4,500,000.00	0.00	4,500,000.00	0.300	0.300	0.300
Income Payments															
07/29/12	07/29/12	CD-8157	CD	Union St Bk CD	0.600	07/29/12				0.00	11,270.01	11,270.01			
Total for: Income Payments										0.00	11,270.01	11,270.01			



FirstSouthwest
A PlainsCapital Company.

Williamson County
Investment Transactions
From 07/01/2012 to 09/30/2012

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Mty Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
General Fund															
Calls															
07/05/12	07/05/12	31331KQK9	AGCY CALL	FFCB	0.570	07/05/13	07/05/12	3,000,000.00	100.000	3,000,000.00	0.00	3,000,000.00		0.476	0.570
09/19/12	09/19/12	313379MX4	AGCY CALL	FHLB	0.500	06/19/14	09/19/12	5,000,000.00	100.000	5,000,000.00	6,250.00	5,006,250.00		0.500	0.500
Total for: Calls										8,000,000.00	6,250.00	8,006,250.00	0.491	0.526	
Maturities															
07/24/12	07/24/12	89233GGQ3	CP - DISC	Toyota Mtr Cr		07/24/12		5,000,000.00	100.000	5,000,000.00	0.00	5,000,000.00		0.683	
09/05/12	09/05/12	3024A0J55	CP - DISC	FCAR Owner Trust		09/05/12		4,950,000.00	100.000	4,950,000.00	0.00	4,950,000.00		0.350	
09/12/12	09/12/12	CD-6639	CD	Central Natl Bk CD	0.750	09/12/12		2,011,281.42	100.000	2,011,281.42	0.00	2,011,281.42		0.752	
Total for: Maturities										11,961,281.42	0.00	11,961,281.42	0.557		
Income Payments															
07/05/12	07/05/12	31331KQK9	AGCY CALL	FFCB	0.570	07/05/13				0.00	8,550.00	8,550.00			
09/13/12	09/12/12	CD-6639	CD	Central Natl Bk CD	0.750	09/12/12				0.00	3,843.55	3,843.55			
Total for: Income Payments										0.00	12,393.55	12,393.55			
Tobacco Funds															
Income Payments															
09/14/12	09/15/12	CD-8753	CD	Union St Bk CD	0.850	03/15/13				0.00	1,646.36	1,646.36			
Total for: Income Payments										0.00	1,646.36	1,646.36			
Capitalized Interest															
09/14/12	09/14/12	CD-8753	CD	Union St Bk CD	0.850	03/15/13		1,646.36	100.000	1,646.36	0.00	1,646.36			
Total for: Capitalized Interest										1,646.36	0.00	1,646.36			



FirstSouthwest
A PlainsCapital Company

Williamson County
Investment Transactions
From 07/01/2012 to 09/30/2012

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Mty Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
Unlimited Tax Road Bonds - Series 2007															
Calls															
07/05/12	07/05/12	31331KQK9	AGCY CALL	FFCB	0.570	07/05/13	07/05/12	5,000,000.00	100.000	5,000,000.00	0.00	5,000,000.00		0.476	0.570
07/26/12	07/26/12	3134G2SQ6	AGCY STEP	FHLMC	1.000	07/26/13	07/26/12	10,700,000.00	100.000	10,700,000.00	0.00	10,700,000.00		0.699	1.000
Total for: Calls										15,700,000.00	0.00	15,700,000.00	0.628	0.863	
Maturities															
07/03/12	07/03/12	89233GG34	CP - DISC	Toyota Mtr Cr		07/03/12		5,000,000.00	100.000	5,000,000.00	0.00	5,000,000.00		0.693	
07/24/12	07/24/12	89233GG03	CP - DISC	Toyota Mtr Cr		07/24/12		5,000,000.00	100.000	5,000,000.00	0.00	5,000,000.00		0.693	
08/31/12	08/31/12	3024A0HX6	CP - DISC	FCAR Owner Trust		08/31/12		3,000,000.00	100.000	3,000,000.00	0.00	3,000,000.00		0.623	
Total for: Maturities										13,000,000.00	0.00	13,000,000.00	0.670		
Purchases															
07/03/12	07/05/12	89233GGT6	CP - DISC	Toyota Mtr Cr		03/27/13		5,000,000.00	99.610	4,980,493.06	0.00	4,980,493.06		0.532	0.532
07/24/12	07/24/12	36959HNN3	CP - DISC	GE Capital Corp		01/22/13		10,000,000.00	99.838	9,983,822.22	0.00	9,983,822.22		0.321	0.321
08/30/12	08/31/12	3024A0SU0	CP - DISC	FCAR Owner Trust		05/28/13		3,000,000.00	99.573	2,987,175.00	0.00	2,987,175.00		0.572	0.572
09/04/12	09/05/12	3024A0SX4	CP - DISC	FCAR Owner Trust		05/31/13		4,950,000.00	99.576	4,928,995.50	0.00	4,928,995.50		0.572	0.572
Total for: Purchases										22,950,000.00	0.00	22,950,495.78	0.454	0.454	
Income Payments															
07/05/12	07/05/12	31331KQK9	AGCY CALL	FFCB	0.570	07/05/13				0.00	14,250.00	14,250.00			
07/26/12	07/26/12	3134G2SQ6	AGCY STEP	FHLMC	1.000	07/26/13				0.00	21,400.00	21,400.00			
Total for: Income Payments										0.00	35,650.00	35,650.00			

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Maturity Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
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Total for All Portfolios

Transaction Type	Quantity	Total Amount	Realized G/L	YTM	YTW
Total Calls	23,700,000.00	23,706,250.00		0.582	0.749
Total Maturities	33,497,495.85	33,497,495.85		0.609	
Total Purchases	28,450,000.00	28,380,485.78		0.436	0.436
Total Income Payments	0.00	62,157.00			
Total Capitalized Interest	1,646.36	1,646.36			

CUSIP	Settle Date	Security Type	Security Description	Next Call Date	Purchase Qty	Orig Price	Original Cost	Amnt/Accr for Period	Total Amnt/Accr Since Purch	Remaining Disc / Prem	Book Value
CC Records Archive											
CD-2238	03/12/12	CD	Union St Bk CD 0.600 09/12/12		0.00	100.000	0.00	0.00	0.00	0.00	0.00
CD-5733	09/12/11	CD	Union St Bk CD 0.400 09/12/12		0.00	100.000	0.00	0.00	0.00	0.00	0.00
CD-6991	09/13/12	CD	Central Natl Bk CD 0.650 09/13/13		1,000,000.00	100.000	1,000,000.00	0.00	0.00	0.00	1,000,000.00
Total for CC Records Archive					1,000,000.00		1,000,000.00	0.00	0.00	0.00	1,000,000.00
Debt Service Fund											
CD-8157	07/29/11	CD	Union St Bk CD 0.600 07/29/12		0.00	100.000	0.00	0.00	0.00	0.00	0.00
89233GP83	05/14/12	CP - DISC	Toyota Mtr Cr 0.000 02/08/13		3,000,000.00	98.550	2,986,500.00	4,599.99	6,999.99	6,500.01	2,993,499.99
CD-2261	07/31/12	CD	Union St Bk CD 0.300 07/31/13		4,500,000.00	100.000	4,500,000.00	0.00	0.00	0.00	4,500,000.00
Total for Debt Service Fund					7,500,000.00		7,486,500.00	4,599.99	6,999.99	6,500.01	7,493,499.99
Future Environmental Liability											
3135G0J08	04/17/12	AGCY CALL	FNMA 0.750 04/17/15	04/17/13	300,000.00	100.000	300,000.00	0.00	0.00	0.00	300,000.00
Total for Future Environmental Liability					300,000.00		300,000.00	0.00	0.00	0.00	300,000.00
General Fund											
89233GGQ3	10/28/11	CP - DISC	Toyota Mtr Cr 0.000 07/24/12		0.00	99.490	0.00	2,172.20	0.00	0.00	0.00
3024A0J55	05/07/12	CP - DISC	FCAR Owner Trust 0.000 09/05/12		0.00	98.882	0.00	3,176.27	0.00	0.00	0.00
CD-5639	09/12/11	CD	Central Natl Bk CD 0.750 09/12/12		0.00	100.000	0.00	0.00	0.00	0.00	0.00
3024A0J94	02/16/12	CP - DISC	FCAR Owner Trust 0.000 11/08/12		5,000,000.00	99.540	4,977,008.33	7,922.20	19,633.32	3,358.35	4,996,641.65
3024A0C81	06/12/12	CP - DISC	FCAR Owner Trust 0.000 03/08/13		5,000,000.00	98.559	4,977,966.94	7,538.90	9,095.86	12,947.20	4,987,052.80
CD-8815	03/21/12	CD-IAM	Central Natl Bk CD 0.600 03/21/13		500,000.00	100.000	500,000.00	0.00	0.00	0.00	500,000.00
31331KQK9	09/20/11	AGCY CALL	FFCB 0.570 07/05/13		0.00	100.167	0.00	(70.36)	0.00	0.00	0.00
3135G0FG3	01/19/12	AGCY CALL	FNMA 0.600 11/14/13	11/14/12	5,000,000.00	100.266	5,013,300.00	(4,060.10)	(11,360.15)	(1,939.65)	5,001,939.85
313379MX4	06/19/12	AGCY CALL	FHLB 0.500 06/19/14		0.00	100.000	0.00	0.00	0.00	0.00	0.00
Total for General Fund					15,500,000.00		15,468,265.27	16,679.09	17,369.03	14,965.70	15,485,634.30

CUSIP	Settle Date	Security Type	Security Description	Next Call Date	Purchase Qty	Orig Price	Original Cost	Amrt/Accr for Period	Total Amrt/Accr Since Purch	Remaining Disc / Prem	Book Value
Road and Bridge General											
3024A0KP9	01/27/12	CP - DISC	FCAR Owner Trust 0.000 10/23/12		5,000,000.00	99.513	4,975,625.00	8,305.55	22,388.90	1,986.10	4,998,013.90
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust 0.000 11/09/12		3,500,000.00	99.540	3,483,905.83	5,545.54	13,743.33	2,350.84	3,497,649.16
Total for Road and Bridge General					8,500,000.00		8,459,530.83	13,851.09	36,132.23	4,336.94	8,495,663.06
Tobacco Funds											
3024A0L94	02/16/12	CP - DISC	FCAR Owner Trust 0.000 11/09/12		1,500,000.00	99.540	1,483,102.50	2,376.66	5,890.00	1,007.50	1,498,992.50
CD-8763	09/15/11	CD	Union St BK CD 0.650 03/15/13		1,006,533.75	100.000	1,006,533.75	0.00	0.00	0.00	1,006,533.75
Total for Tobacco Funds					2,506,533.75		2,499,636.25	2,376.66	5,890.00	1,007.50	2,505,526.25
Unlimited Tax Road Bonds - Series 2007											
89233GG34	10/07/11	CP - DISC	Toyota Mtr Cr 0.000 07/03/12		0.00	99.490	0.00	186.90	0.00	0.00	0.00
89233GGQ3	10/28/11	CP - DISC	Toyota Mtr Cr 0.000 07/24/12		0.00	99.490	0.00	2,172.20	0.00	0.00	0.00
3024A0HX6	12/06/11	CP - DISC	FCAR Owner Trust 0.000 08/31/12		0.00	99.537	0.00	3,151.68	0.00	0.00	0.00
3024A0KG9	01/20/12	CP - DISC	FCAR Owner Trust 0.000 10/16/12		10,000,000.00	99.513	9,951,250.00	16,511.10	46,041.70	2,708.30	9,997,291.70
36959HLF2	05/17/12	CP - DISC	GE Capital Corp 0.000 11/15/12		10,000,000.00	99.838	9,983,822.22	8,177.80	12,177.78	4,000.00	9,996,000.00
36959HNN3	07/24/12	CP - DISC	GE Capital Corp 0.000 01/22/13		10,000,000.00	99.838	9,983,822.22	6,133.38	6,133.38	10,044.40	9,989,955.60
89233GNN2	04/27/12	CP - DISC	Toyota Mtr Cr 0.000 01/22/13		5,000,000.00	99.550	4,977,500.00	7,696.70	13,083.35	9,416.65	4,990,583.35
89233GP83	05/14/12	CP - DISC	Toyota Mtr Cr 0.000 02/08/13		7,000,000.00	99.550	6,968,500.00	10,733.31	16,333.31	15,166.69	6,984,833.31
CD-6442-1	03/18/12	CD-1AM	Central Natl BK CD 0.750 03/18/13		3,022,623.29	100.000	3,022,623.29	0.00	0.00	0.00	3,022,623.29
89233GQT6	07/05/12	CP - DISC	Toyota Mtr Cr 0.000 03/27/13		5,000,000.00	99.610	4,980,493.06	6,477.79	6,477.79	13,023.15	4,986,970.85
3024A0SL0	08/31/12	CP - DISC	FCAR Owner Trust 0.000 05/28/13		3,000,000.00	99.573	2,987,175.00	1,472.49	1,472.49	11,352.51	2,988,647.49
3024A0SX4	09/05/12	CP - DISC	FCAR Owner Trust 0.000 05/31/13		4,950,000.00	99.576	4,928,995.50	2,037.73	2,037.73	18,966.77	4,931,033.23
31331KQK9	09/20/11	AGCY CALL	FFCB 0.570 07/05/13		0.00	100.167	0.00	(117.30)	0.00	0.00	0.00
3134G2SQ6	07/26/11	AGCY STEP	FILMC 1.000 07/26/13		0.00	100.000	0.00	0.00	0.00	0.00	0.00
3135G0EU3	10/25/11	AGCY CALL	FNMA 0.625 10/25/13	10/25/12	10,000,000.00	100.000	10,000,000.00	0.00	0.00	0.00	10,000,000.00
Total for Unlimited Tax Road Bonds - Series 2007					67,972,623.29		67,764,181.29	64,705.76	103,757.53	84,684.47	67,887,938.82



FirstSouthwest
A PlainsCapital Company.

Williamson County
Amortization and Accretion
From 06/30/2012 to 09/30/2012

CUSIP	Settle Date	Security Type	Security Description	Next Call Date	Purchase Qty	Orig Price	Original Cost	Amrt/Accr for Period	Total Amrt/Accr Since Purch	Remaining Disc / Prem	Book Value
Total for Williamson County					103,279,157.94		102,998,113.64	102,212.61	170,148.76	110,884.62	103,168,262.42

CUSIP	Security Type	Security Description	Pay Date	Interest	Principal	Total Amount
CC Records Archive						
CD-6991	CD	Central Nat'l Bk CD 0.650 09/13/13	12/13/12	1,620.54	0.00	1,620.54
CD-6991	CD	Central Nat'l Bk CD 0.650 09/13/13	03/13/13	1,602.73	0.00	1,602.73
Total for CC Records Archive				3,223.27	0.00	3,223.27
Debt Service Fund						
CD-2261	CD	Union St Bk CD 0.300 07/31/13	10/31/12	3,402.73	0.00	3,402.73
CD-2261	CD	Union St Bk CD 0.300 07/31/13	01/31/13	3,402.73	0.00	3,402.73
89233GP83	CP - DISC	Toyota Mtr Cr 0.000 02/08/13	02/08/13	0.00	3,000,000.00	3,000,000.00
Total for Debt Service Fund				6,805.46	3,000,000.00	3,006,805.46
Future Environmental Liability						
3135G0JU8	AGCY CALL	FNMA 0.750 04/17/15	10/17/12	1,125.00	0.00	1,125.00
Total for Future Environmental Liability				1,125.00	0.00	1,125.00
General Fund						
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	11/09/12	0.00	5,000,000.00	5,000,000.00
3135G0FG3	AGCY CALL	FNMA 0.600 11/14/13	11/14/12	15,000.00	5,000,000.00	5,015,000.00
3024A0Q81	CP - DISC	FCAR Owner Trust 0.000 03/08/13	03/08/13	0.00	5,000,000.00	5,000,000.00
CD-6815	CD-IAM	Central Nat'l Bk CD 0.600 03/21/13	03/21/13	3,000.00	500,000.00	503,000.00
Total for General Fund				18,000.00	15,500,000.00	15,518,000.00
Road and Bridge General						
3024A0KP9	CP - DISC	FCAR Owner Trust 0.000 10/23/12	10/23/12	0.00	5,000,000.00	5,000,000.00
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	11/09/12	0.00	3,500,000.00	3,500,000.00
Total for Road and Bridge General				0.00	8,500,000.00	8,500,000.00



FirstSouthwest
A PlainsCapital Company.

Williamson County
Projected Cash Flows
Cash Flows for next 180 days from 09/30/2012

CUSIP	Security Type	Security Description	Pay Date	Interest	Principal	Total Amount
Tobacco Funds						
3024A0L94	CP - DISC	FCAR Owner Trust 0.000 11/09/12	11/09/12	0.00	1,500,000.00	1,500,000.00
CD-8753	CD	Union St Bk CD 0.650 03/15/13	12/15/12	1,631.13	0.00	1,631.13
CD-8753	CD	Union St Bk CD 0.650 03/15/13	03/15/13	1,613.21	1,006,533.75	1,008,146.96
Total for Tobacco Funds				3,244.34	2,506,533.75	2,509,778.09
Unlimited Tax Road Bonds - Series 2007						
3024A0KG9	CP - DISC	FCAR Owner Trust 0.000 10/16/12	10/16/12	0.00	10,000,000.00	10,000,000.00
3135G0EU3	AGCY CALL	FNMA 0.625 10/25/13	10/25/12	31,250.00	0.00	31,250.00
36959HLF2	CP - DISC	GE Capital Corp 0.000 11/15/12	11/15/12	0.00	10,000,000.00	10,000,000.00
36959HNN3	CP - DISC	GE Capital Corp 0.000 01/22/13	01/22/13	0.00	10,000,000.00	10,000,000.00
89233GNN2	CP - DISC	Toyota Mtr Cr 0.000 01/22/13	01/22/13	0.00	5,000,000.00	5,000,000.00
89233GP83	CP - DISC	Toyota Mtr Cr 0.000 02/08/13	02/08/13	0.00	7,000,000.00	7,000,000.00
CD-8442-1	CD-IAM	Central Nat'l Bk CD 0.750 03/18/13	03/18/13	22,793.89	3,022,623.29	3,045,417.18
89233GQT6	CP - DISC	Toyota Mtr Cr 0.000 03/27/13	03/27/13	0.00	5,000,000.00	5,000,000.00
Total for Unlimited Tax Road Bonds - Series 2007				54,043.89	50,022,623.29	50,076,667.18

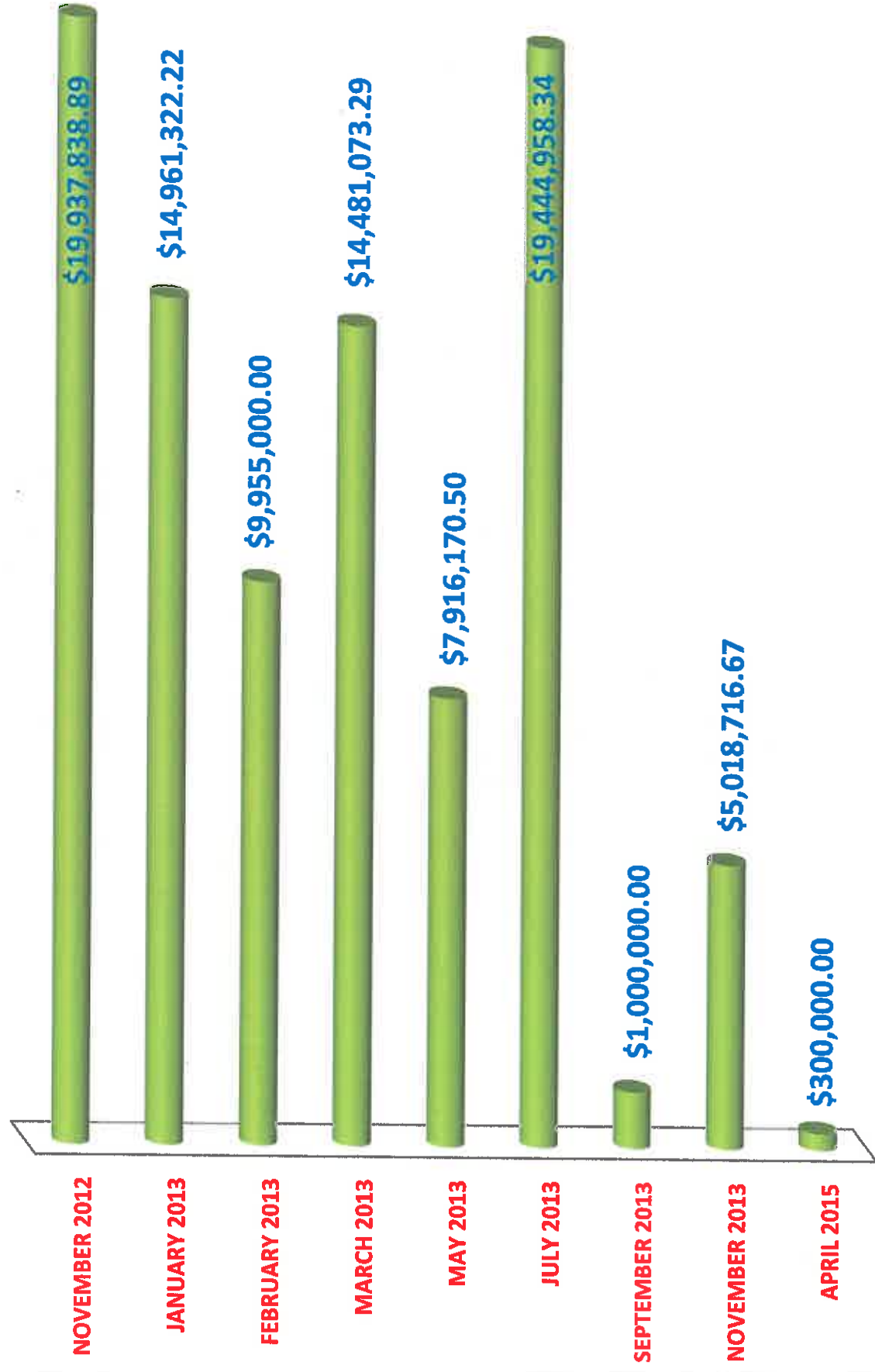


FirstSouthwest
A PlainsCapital Company

Williamson County
Projected Cash Flows
Cash Flows for next 180 days from 09/30/2012

CUSIP	Security Type	Security Description	Pay Date	Interest	Principal	Total Amount
Total for All Portfolios						
			October 2012	35,777.73	15,000,000.00	15,035,777.73
			November 2012	15,000.00	25,000,000.00	25,015,000.00
			December 2012	3,251.67	0.00	3,251.67
			January 2013	3,402.73	15,000,000.00	15,003,402.73
			February 2013	0.00	10,000,000.00	10,000,000.00
			March 2013	29,009.83	14,529,157.04	14,558,166.87
Total Projected Cash Flows for Williamson County				86,441.96	79,529,157.04	79,615,599.00

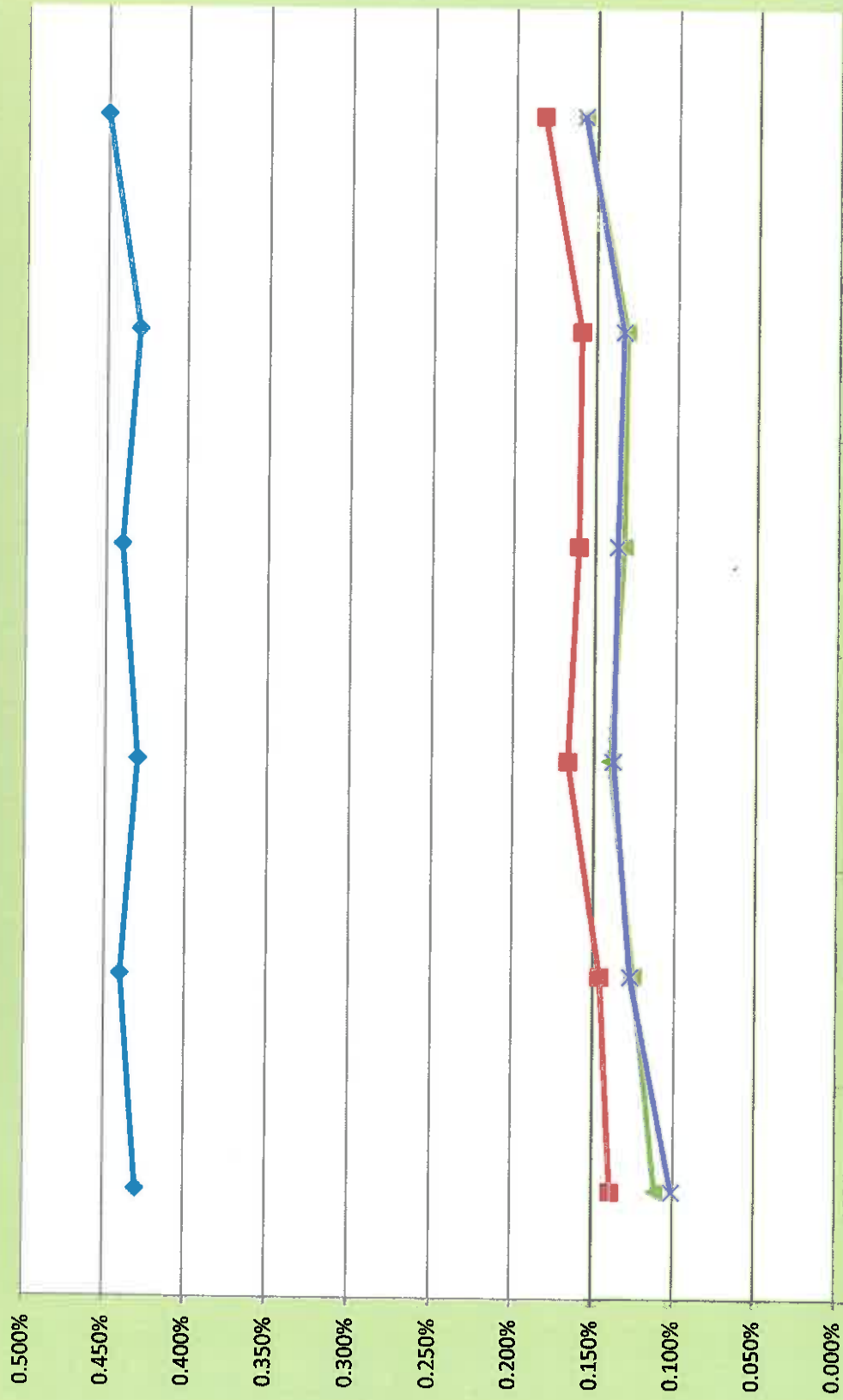
**LONGTERM INVESTMENTS BY MONTH & YEAR OF MATURITY
AS OF OCTOBER 25, 2012**



**ALL LONGTERM INVESTMENT TOTALS BY MONTH & YEAR OF MATURITY
AS OF 10/25/12**

ACCOUNT	NET AMOUNT	MATURITY DATE	CALLABLE DATE	TOTAL
GENERAL FUND	4,977,008.34	11/09/12		
ROAD & BRIDGE	3,483,905.83	11/09/12		
TOBACCO	1,493,102.50	11/09/12		
2007 ROAD BONDS	9,983,822.22	11/15/12		
NOVEMBER 2012 TOTAL				19,937,838.89
2007 ROAD BONDS	4,977,500.00	01/22/13		
2007 ROAD BONDS	9,983,822.22	01/22/13		
JANUARY 2013 TOTAL				14,961,322.22
DEBT SERVICE	2,986,500.00	02/08/13		
2007 ROAD BONDS	6,968,500.00	02/08/13		
FEBRUARY 2013 TOTAL				9,955,000.00
GENERAL FUND	4,977,956.94	03/08/13		
TOBACCO CD USB	1,000,000.00	03/15/13		
2007 ROAD BONDS CD CENTRAL NB	3,022,623.29	03/18/13		
GENERAL FUND CD CENTRAL NB	500,000.00	03/21/13		
2007 ROAD BONDS	4,980,493.06	03/27/13		
MARCH 2013 TOTAL				14,481,073.29
2007 ROAD BONDS	2,987,175.00	05/28/13		
2007 ROAD BONDS	4,928,995.50	05/31/13		
MAY 2013 TOTAL				7,916,170.50
2007 ROAD BONDS	9,963,638.90	07/12/13		
ROAD & BRIDGE	4,981,319.44	07/19/13		
DEBT SERVICE	4,500,000.00	07/31/13		
JULY 2013 TOTAL				19,444,958.34
CO CLERK ARCHIVE CD CENTRAL	1,000,000.00	09/13/13		
SEPTEMBER 2013 TOTAL				1,000,000.00
GENERAL FUND	5,018,716.67	11/14/13	11/14/12	
NOVEMBER 2013 TOTAL				5,018,716.67
FUTURE ENVIRONMENTAL LIAB	300,000.00	04/17/15	04/17/13	
APRIL 2015 TOTAL				300,000.00
TOTAL				93,015,079.91

INTEREST RATES UNION STATE BANK (USB), TEXPOOL PRIME, TEXPOOL, TEXSTAR APRIL - SEPTEMBER 2012



	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER
USB	0.430%	0.440%	0.430%	0.440%	0.430%	0.450%
TEXPOOL PRIME	0.139%	0.146%	0.166%	0.160%	0.159%	0.182%
TEXPOOL	0.111%	0.125%	0.140%	0.132%	0.131%	0.157%
TEXSTAR	0.101%	0.127%	0.138%	0.136%	0.133%	0.157%

WILLIAMSON COUNTY INVESTMENT COMMITTEE					
EDUCATION REPORT					
JANUARY 2012					
COMMITTEE MEMBERS	REQUIRED HOURS	TRAINING TYPE	TRAINING DATE	TRAINING RENEWAL DATE	
DAN A. GATTIS COUNTY JUDGE	10 HOURS BI-ANNUAL	PFIA	DECEMBER 2010	DECEMBER 2012	
DAVID U FLORES COUNTY AUDITOR	10 HOURS BI-ANNUAL	PFIA	DECEMBER 2011	DECEMBER 2013	
DEBORAH M. HUNT TAX ASSESSOR/COLLECTOR	10 HOURS BI-ANNUAL	PFIA	APRIL 2011	APRIL 2013	
VALERIE COVEY COMMISSIONER PRECINCT 3	10 HOURS BI-ANNUAL	PFIA	SEPTEMBER 2009	SEPTEMBER 2011	
VIVIAN L. WOOD COUNTY TREASURER	CIO 15 HOURS ANNUALLY PFIA 2 (10 ANNUALLY)	CIO (INCLUDES PFIA)	JUNE 2012	JUNE 2013	

Public Funds Investment Act Workshops

Presented by Center for Public Management

- ★ Arlington ★ January 15-16, 2013
- ★ Wichita Falls ★ February 5-6, 2013
- ★ Waco ★ February 12-13, 2013
- ★ Mount Pleasant ★ February 26-27, 2013
- ★ Amarillo ★ March 11-12, 2013
- ★ San Angelo ★ March 25-26, 2013

★ Additional workshops are listed on our website ★

Earn 10 hours of PFIA, CPE, CGFO, and TASBO Certification Program credits for both days of a workshop, or 5 hours for one day.
There are no prerequisites for these courses.

To register and for additional information, visit our website: <http://pacs.unt.edu/cpm/>

Phone: 940-369-7843

Email address: CPMworkshops@unt.edu

Please email us with any changes that need to be made to our mailing list.

UNIVERSITY OF NORTH TEXAS™

Vivian Wood

From: GTOT [GTOT@unt.edu]
Sent: Thursday, October 04, 2012 2:23 PM
To: GTOT
Subject: Join us for the GTOT Winter Seminar

Please share the following announcement with others in your organization that need training.

GTOT Winter Seminar

Fort Worth – December 3-5, 2012

Earn up to 16.5 hours of PFIA, CPE, CGFO, and TASBO Certification Program

For details and registration, visit our website: <http://gtot.unt.edu/>

Please email us about any changes that need to be made to our mailing list.

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1155 Union Circle #305129
Denton, TX 76203-5017
940-369-7843